

P96000040186

**CSC networks**

PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

96 MAY -8 AM 9 27

SEC. OF  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 07E100000003E

REFERENCE : 946930 4331939

AUTHORIZATION : *Patricia Pajaro*

COST LIMIT : \$ 122.50

ORDER DATE : May 8, 1996

ORDER TIME : 3:23 PM

ORDER NO. : 946930

CUSTOMER NO: 4331939

CUSTOMER: Kristy Hair, Legal Assistant  
GREENBERG TRAUBIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P.A.  
515 East Las Olas Boulevard  
Suite 1500  
Fort Lauderdale, FL 33301

*original  
will follow*

DOMESTIC FILING

NAME: CARDINAL ASSOCIATES, INC.

EFFECTIVE DATE: \_

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

RECEIVED  
96 MAY -8 PM 4:10  
DIVISION OF CORPORATION

*TH  
5-10-96*

**ARTICLES OF INCORPORATION  
OF  
CARDINAL ASSOCIATES, INC.**

**(a Florida corporation)**

FILED  
96 MAY -8 AM 9:27  
SECOND FLORIDA  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the Corporation is **CARDINAL ASSOCIATES, INC.** (hereinafter called the "Corporation").

**ARTICLE II - CAPITAL STOCK**

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE III - MAILING ADDRESS**

The current mailing address of the principal place of business of the Corporation is 8920 Potomac Forest Drive, Great Falls, Virginia 22066.

**ARTICLE IV - INITIAL BOARD OF DIRECTORS**

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of one (1) director. The number of directors within these limits may be increased or decreased from time to time as provided in the By-laws of the Corporation. The name of the initial director of the Corporation is Grover Wrenn.

**ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent of the Corporation at that address is Corporation Service Company.

#### **ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator of the Corporation is C. Deryl Couch, 515 East Las Olas Boulevard, Suite 1500, Fort Lauderdale, Florida 33301.

#### **ARTICLE VII - LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

#### **ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

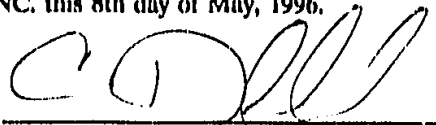
#### **ARTICLE IX - BY-LAWS**

The Board shall have the power to adopt, amend or repeal the By-laws of the Corporation or any part thereof.

#### **ARTICLE X - AMENDMENT**

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation of CARDINAL ASSOCIATES, INC. this 8th day of May, 1996.




**C. DERYL COUCH**  
Incorporator

**CONSENT OF REGISTERED AGENT  
OF  
CARDINAL ASSOCIATES, INC.**

FILED  
96 MAY -8 PM 9 27  
TALLAHASSEE, FLORIDA

The undersigned, Corporation Service Company, whose business address is 1201 Hays Street, Tallahassee, Florida 32301, hereby accepts appointment as the initial registered agent of **CARDINAL ASSOCIATES, INC.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

**CORPORATION SERVICE COMPANY**  
Registered Agent

By:   
Gail Shelby, as agent