

P96000045269

ATTORNEYS AT LAW

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CORAL GABLES, FLORIDA 33146  
(305) 552-1133  
TELEFAX NO. 552-4452

1818 MAIN STREET SUITE 302  
DANABOTA, FLORIDA 34236  
(941) 951-1503  
FAX (941) 951-1309

HARRY K. BENDER  
GEORGE C. BENDER  
JAMES R. CHANDLER, III

REPLY TO: \_\_\_\_\_

May 17, 1996

Secretary of State of Florida  
409 E. Gaines Street  
Tallahassee, Florida 32399

C. Gables  
25 MAY 21 AM 12:25  
FILED  
TALLAHASSEE, FLORIDA  
RECEIVED

Re: Filing Articles of Incorporation of George Sullivan & Associates, Inc.

Ladies/Gentlemen:

600001846656  
-06/03/96--01002--010  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed herewith please find the original Articles of Incorporation of George Sullivan & Associates, Inc. for purposes of filing with your office for the establishment of this corporation. Also enclosed is a duplicate copy of such Articles together with our office check in the amount of \$122.50 for the filing fee, the Designation of Registered Agent and a certified copy of the Articles. No Certificate of Status is needed.

If you should have any questions or comments concerning the foregoing, please contact the undersigned at the above telephone number.

Sincerely yours,

*James R. Chandler, III*  
James R. Chandler, III

JRC:il  
Enclosures

RECEIVED  
96 MAY 21 AM 7:00  
DIVISION OF CORPORATIONS

GB 5/29/96

**ARTICLES OF INCORPORATION  
OF**

**GEORGE SULLIVAN & ASSOCIATES, INC.**

**FILED**  
96 MAY 21 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
CORPORATE NAME**

The name of this corporation shall be:

**GEORGE SULLIVAN & ASSOCIATES, INC.**

**ARTICLE II  
DURATION**

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III  
PURPOSE**

This corporation, through its officers and employees shall be authorized to engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue a maximum of Five Thousand (5,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

This corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

JAMES R. CHANDLER, III  
5915 Ponce de Leon Boulevard  
Suite 60  
Coral Gables, Florida 33146

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have one (1) initial Director.

**ARTICLE VII**  
**INITIAL DIRECTORS**

The names and post office addresses of the Initial Director of the Corporation is:

George Sullivan  
9840 S.W. 1st Court  
Plantation, Florida 33324

The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

**ARTICLE VIII**  
**INCORPORATORS**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

James R. Chandler, III  
5915 Ponce de Leon Blvd.  
Suite 60  
Coral Gables, Florida 33146

**ARTICLE IX  
INDEMNIFICATION**

The corporation shall indemnify any officer or Director, or any former officer or director, to the full extent permitted by law.

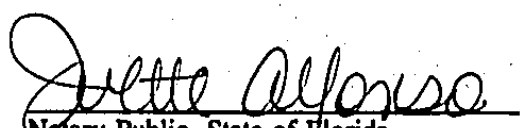
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17 day of May, 1996.

  
James R. Chandler, III  
Incorporator

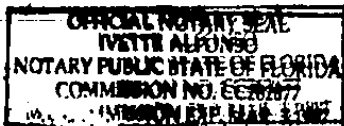
STATE OF FLORIDA    )  
                              ) SS:  
COUNTY OF DADE    )

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared James R. Chandler, III, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, this 17 day of May, 1996.

  
Notary Public, State of Florida  
at Large

My commission expires:



FILED  
96 MAY 21 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
ACCEPTANCE OF REGISTERED AGENT OF DESIGNATION**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

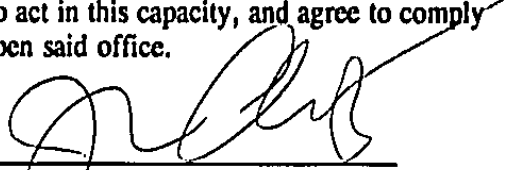
**FIRST:** That **GEORGE SULLIVAN & ASSOCIATES, INC.** is qualified to do business under the laws of the State of Florida with its principal office at 9840 S.W. 1 Court, Plantation, Florida 33324 and has appointed:

**JAMES R. CHANDLER, III**

as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**James R. Chandler, III**  
**Registered Agent**

P96000045269

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 27, 1997

GEORGE SULLIVAN & ASSOCIATES, INC.  
911 W. PACES FERRY RD.  
ATLANTA, GA 30327 US

SUBJECT: GEORGE SULLIVAN & ASSOCIATES, INC.  
Ref. Number: P96000045269

Debit Memo #: 3997-A

This is to inform you that check #6364 in the amount of \$165.00 submitted with the annual report for GEORGE SULLIVAN & ASSOCIATES, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after May 27, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey  
Accountant I

Letter Number: 097A00015495

P96000045269

400002135424--2  
-04/07/97--01123--009  
\*\*\*\*180.00 \*\*\*\*180.00

April 7, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT: GEORGE SULLIVAN &  
ASSOCIATES, INC.

DEBIT MEMO: # 3997-A

CHECK #: 6364