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LLOYD GRANET ESQUIRE

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((H96000009281)))  
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: JEFFREY A. PARKER & ASSOCIATES, INC.  
FAX AUDIT NUMBER: H96000009281  
DATE REQUESTED: 07/03/1996  
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July 3, 1996

LLOYD GRANET

BOCA RATON, FL

SUBJECT: JEFFREY A. PARKER & ASSOCIATES, INC.  
REF: W96000014082

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

THE PREPARER'S INFORMATION IS NOT LLEGIBLE, PLEASE RE-FAX.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Loria Poole  
Corporate Specialist

FAX Aud. #: W96000009281  
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**ARTICLES OF INCORPORATION  
OF  
Jeffrey A. Parker & Associates, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is Jeffrey A. Parker & Associates, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business address and mailing address of this corporation shall be 13753 N.W. 22nd Place, Sunrise, Florida 33323.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 (one dollar and no/100).

**ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The name of the initial registered agent whose business office is identical to the registered office is: Ron Wainahal.

The address of the registered office of the corporation is 13753 N.W. 22nd Place, Sunrise, Florida 33323.

The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

**ARTICLE V. BOARD OF DIRECTORS**

The Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws adopted by the shareholders, but shall never be less than one.

**ARTICLE VI. INITIAL DIRECTORS**

The name of the initial directors of this Corporation and their street address are:

Ron Wainahal, 13753 N.W. 22nd Place, Sunrise, Florida 33323

Jeffrey A. Parker, 3 West Lenox Street, Chevy Chase, Maryland 20815

Susan H. Parker, 3 West Lenox Street, Chevy Chase, Maryland 20815

Lloyd Grant, Esq.  
5200 Town Cir. Cr. #301  
Post Office Box 6189  
Boca Raton, FL 33427

561-447-0780  
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5200 Town Center Cir., 32300  
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561-447-0780, fax 447-0781

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The persons named as initial directors shall hold office for the first year of existence of this Corporation or until he/she resigns or her successor is elected or appointed and qualified, whichever occurs first.

### ARTICLE VII. NATURE OF BUSINESS

The Corporation is organized for the purpose of providing strategic and financial advisory services to clients primarily in the transportation industry and all other purposes permitted by law.

### ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: Ron Wainshal, 13753 N.W. 22nd Place, Sunrise, Florida 33323.

### ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

In witness whereof, the undersigned as Incorporator, has executed these Articles of Incorporation on the date set out below.

Ron Wainshal  
Incorporator

7/3/96  
Date

### STATE OF FLORIDA COUNTY OF PALM BEACH

Before me, a Notary Public, personally appeared Ron Wainshal, who is to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that s/he subscribed to these Articles of Incorporation on the date set out above.



MATTHEW A. SCHWARTZ  
MY COMMISSION # 00000000000000000000  
EXPIRES 10, 2000  
GIVEN THIS 7TH DAY OF JULY, 1996.

Matthew A. Schwartz  
Notary Public State of Florida  
at Large  
Commission expiration:  
(Notary Seal)

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Jeffrey A. Parker & Associates, Inc.
2. The name and address of the registered agent and office is:  
Ron Wainshal  
13753 N.W. 22nd Place, Sunrise, Florida 33323

SIGNATURE: 

Ron Wainshal

TITLE: IncorporatorDATE: 7/3/96

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

Ron Wainshal

DATE: 7/3/96

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