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REAL ESTATE DEPARTMENT  
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TAX & ESTATE PLANNING DEPARTMENT  
THOMAS C. WALSER  
J.L.M. Estate Planning  
CARYN J. CLAYMAN

July 26, 1996

File No.

Bureau of Corporate Records  
State of Florida  
409 East Gaines Street  
Tallahassee, Florida 32301

100001907311  
-07/30/96--01017--015  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Incorporation of MULTIQUEST ASSOCIATES, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above referenced proposed Florida corporation.

Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee .....	\$70.00
Certified Copy .....	\$30.00
Registered Agent Designation .....	\$22.50
Total .....	\$122.50

FILED  
96 JUL 29 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible.

Thank you for your anticipated cooperation.

Very truly yours,

JUL 30 1996

BSB

*Charles F. Possess*  
Charles F. Possess  
(ma)

CFP/mmww  
Enclosures

ARTICLES OF INCORPORATION  
OF  
MULTIQUEST ASSOCIATES, INC.

FILED  
96 JUL 29 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is MULTIQUEST ASSOCIATES, INC.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue three hundred (300) shares of One Dollar (\$1.00) par value common stock which shall be designated as common stock.

ARTICLE IV. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 15689 Senterra Drive, Delray Beach, Florida 33484 and the name of the initial registered agent of this corporation at that address is EUGENE ZWILLINGER.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1) director. The name and address of the initial director(s) of this corporation is:

EUGENE ZWILLINGER  
15689 Senterra Drive  
Delray Beach, FL 33484

SANDRA ZWILLINGER  
15689 Senterra Drive  
Delray Beach, FL 33484

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

EUGENE ZWILLINGER  
15689 Senterra Drive  
Delray Beach, FL 33484

ARTICLE VIII. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation will be 15689 Santerra Drive, Delray Beach, Florida. The mailing address of the corporation shall be 15689 Santerra Drive, Delray Beach, Florida 33484.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the share holders.

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. AMENDMENT

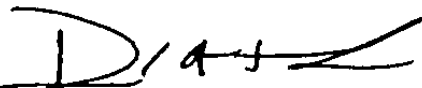
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on JUNE 12, 1996.

  
EUGENE ZWILLINGER

STATE OF NEW YORK  
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 12<sup>TH</sup> day of JUNE, 1996 by EUGENE ZWILLINGER as Incorporator of MULTIQUEST ASSOCIATES, INC., a Florida corporation to be formed, on behalf of the corporation. He/She is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification and did not take an oath.

  
Notary Public, State of NEW YORK  
Name: PAUL A. FAZIO

My commission expires: 06/30/98  
Notary Public, State of New York  
No. 30-4772741  
Qualified in Nassau County  
Certificate Filed in Nassau County  
Commission Expires 06/30/98

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT WHOM  
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Statute:

That MULTIQUEST ASSOCIATES, INC., desiring to organize under the laws of the State of Florida as indicated in the Articles of Incorporation, has named EUGENE ZWILLINGER located at 15689 Senterra Drive, Delray Beach, Florida 33484, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above-named 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 this office.

  
EUGENE ZWILLINGER  
Registered Agent

**FILED**  
96 JUL 29 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA