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000142-000

996000070139



PRIMEHALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 062264 80473A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 22, 1996

ORDER TIME : 11:37 AM

ORDER NO. : 062264

CUSTOMER NO: 80473A

CUSTOMER: Bob J. Howell, Esq  
BILL T. SMITH, JR., P.A.  
Suite 402  
980 North Federal Highway  
Boca Raton, FL 33432

06/22/96--01073--010  
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06/22/96--01073--010  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: VAN VECHTEN, BURKE &  
ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 22 PM 3:21 RECEIVED  
96 AUG 22 PM 1:36  
DIVISION OF CORPORATION

8/22/96

ARTICLES OF INCORPORATION  
OF  
VAN VECHTEN, BURKE & ASSOCIATES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLE 1**

**NAME**

The name of this Corporation is VAN VECHTEN, BURKE & ASSOCIATES, INC.

**ARTICLE 2**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 434 Areca Palm Road,  
Boca Raton, FL 33432

**ARTICLE 3**

**MAILING ADDRESS**

The mailing address of this Corporation shall be, 434 Areca Palm Road, Boca  
Raton, FL 33432

**ARTICLE 4**

**PURPOSES AND POWERS**

This Corporation may engage in any activity or business permitted under the laws of  
the United States and the State of Florida, including, but not limited to marketing and  
advertising consultation and services and any and all business activities related thereto.

**ARTICLE 5**

**CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue  
is One Thousand (1,000) shares of Common Stock, having a par value of ONE DOLLAR  
(\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting  
rights and are entitled to receive the net assets of this Corporation upon dissolution.

## **ARTICLE 6**

### **PRE-EMPTIVE RIGHTS**

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

## **ARTICLE 7**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 434 Areca Palm Road, Boca Raton, FL 33432, and the name of the initial registered agent of this Corporation at that address is JOHN K. BURKE.

## **ARTICLE 8**

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation, the Incorporator, is JOHN K. BURKE, whose address is 434 Areca Palm Road, Boca Raton, FL 33432.

## **ARTICLE 9**

### **AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

## **ARTICLE 10**

### **INDEMNIFICATION**

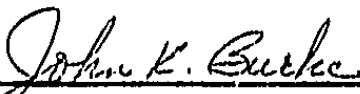
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE 11**

**MEETINGS BY TELECONFERENCING**

Any and all meetings of the Directors or officers may be attended in person or by telephone or other form of electronic conferencing.

The undersigned Incorporator has executed these Articles of Incorporation this 21st day of August, 1996.

  
\_\_\_\_\_  
JOHN K. BURKE, Incorporator

DESIGNATION OF REGISTERED AGENT  
FOR  
VAN VECHTEN, BURKE & ASSOCIATES, INC.

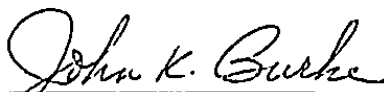
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 22 PM 3:21

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

VAN VECHTEN, BURKE & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named, JOHN K. BURKE, whose address is 434 Areca Palm Road, Boca Raton, FL 33432, as its registered agent for 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
JOHN K. BURKE