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LAW OFFICES

HUME & JOHNSON P.A.

SUITE 301

1401 UNIVERSITY DRIVE

CORAL SPRINGS, FLORIDA 33071-8909

FILED

96 SEP 30 PM 2:07

JOHN HUME
HENRY W. JOHNSON
CATHERINE W. ZIPPAY
RICHARD S. DOBROW

September 27, 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FAX 755-9599

Via Federal Express

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

500001961325
-10/01/96--01133--006
*****70.00 *****70.00

Re: FLORIDA MARKET PARTNERS, INC.

Gentlemen:

We have enclosed an original and one copy of the Articles of Incorporation for the referenced corporation for filing. Also enclosed is our check in the amount of \$70.00 in payment of the following:

| | |
|---------------------------------|--------------|
| Filing Fee | \$35.00 |
| Designation of Registered Agent | <u>35.00</u> |
| TOTAL | \$70.00 |

We do not require a certified copy. Please return to us via Federal Express. Thank you for expediting this filing.

Sincerely,

HUME & JOHNSON P.A.



Shelly B. Kane
Law Clerk

10/3/96

ARTICLES OF INCORPORATION
OF
FLORIDA MARKET PARTNERS, INC.

FILED
96 SEP 30 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is FLORIDA MARKET PARTNERS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1401 University Drive, Suite 301, Coral Springs, Florida and the name of the initial registered agent of this corporation at that address is John Hume. The principal office and registered office are identical.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the sole member of the initial Board of Directors of this corporation is:

NAME

ADDRESS

John Hume, Esquire

1401 University Drive, Ste 301
Coral Springs, Florida 33071

ARTICLE VIII. INCORPORATORS

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The name and address of the incorporator is:

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NAME

ADDRESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John Hume, Esquire

1401 University Drive, Ste 301
Coral Springs, Florida 33071

ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of September, 1996.


John Hume, Subscriber

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I 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 of Section 607.0505, Florida Statutes (1996).


John Hume, Registered Agent