

**PRATT
BROWNE
FLOWERS
& ANDERSON**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -9 AM 10:57

October 6, 1996

P9600084486

From:
Ronald Browne
17501 N.W. 42nd Avenue
Miami, FL 33055

To:
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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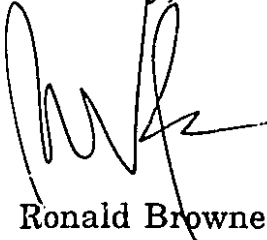
Dear Division of Corporations:

Subject: Proposed PRATT BROWNE FLOWERS & ANDERSON,
Incorporated

Please find enclosed:

- (1) One (1) Original Articles of Incorporation
- (2) One (1) Copy of original Articles of Incorporation
- (3) Check in the amount of \$131.25 for filing fees, certified copy and certificate.

Sincerely,



Ronald Browne

enclosure

PRATT BROWNE FLOWERS & ANDERSON

E. BROWN OCT 14 1996

**ARTICLES OF INCORPORATION
OF
PRATT BROWNE FLOWERS &
ANDERSON, INC.**

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

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ARTICLE I. NAME

The name of the corporation shall be Pratt Browne Flowers & Anderson, Inc.

ARTICLE II. NATURE OF BUSINESS

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To conduct business under the laws of the State of Florida.

C. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon, directly or indirectly, nor counted as outstanding for the purpose of any stockholder's quorum or vote.

D. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or to accomplish any of the purposes or the objectives hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of no par value.

PRATT BROWNE FLOWERS & ANDERSON

ARTICLE IV. TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE V. PRINCIPAL OFFICE

The principal office of this corporation shall be located at 17501 NW 42nd Avenue. Miami, FL 33055.

ARTICLE VI. PREEMPTIVE RIGHTS

The shares of the corporation shall be endowed with preemptive rights, entitling the shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

ARTICLE VII. DIRECTORS

The name and address of the first Board of Directors, who shall, subject to these Articles of, Incorporation, By-laws, and the laws of Florida, hold office for the first year of the corporations existence, or until the successor shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Byron Anderson	2450 NW 82nd Street Miami, FL 33147
Ronald Browne	17501 NW 42nd Avenue Miami, FL 33055
Troy Flowers	18336 NW 68th Avenue Apt. #24 F Miami, FL 33015
T. A. Pratt	7602 SW 135th Place Miami, FL 33183

ARTICLE VIII. REGISTERED AGENT AND STREET ADDRESS

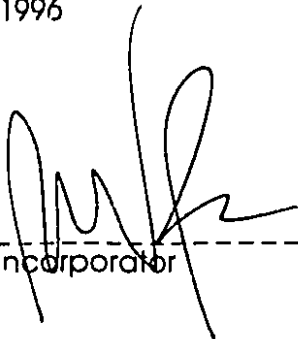
The registered agent for this corporation is Ronald Browne, The Registered office for this corporation is 17501 NW 42nd Avenue. Miami, FL. 33055

PRATT BROWNE FLOWERS & ANDERSON

ARTICLE IX. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation does hereby indemnify each of the Officers and Directors for any of their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.

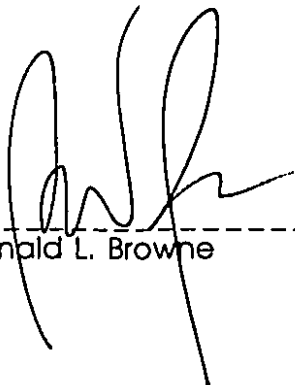
IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 28th day of September, 1996



Incorporator

ACCEPTANCE OF REGISTERED AGENT AND DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, Ronald Browne, a resident of Dade County, Florida, whose address is 17501 N.W. 42nd Avenue, Miami, FL 33055 has been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607 of the Florida Statutes.



Ronald L. Browne

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