

P96000089503

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

4TH FLOOR
1426 BRICKELL AVENUE
MIAMI, FLORIDA 33131

WEINER & CUMMINGS, P.A.
LAWRENCE WEINER*
PAUL M. CUMMINGS**

JANE M. WEINER*** OF COUNSEL
JAMIE B. RAINERMAN***

THEODORE J. VITTORIA, JR., P.C.
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JAMES A. PURDY****

* ADMITTED IN FL AND PA ONLY
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*** ADMITTED IN NY ONLY
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NEW YORK, NY 10011
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October 24, 1996

SENT BY CERTIFIED MAIL, RETURN-RECEIPT REQUESTED TO:

Florida Department of State
Corporation Division
Tallahassee, Florida 32301

500001989625--2
-10/29/96--01163--013
****122.50 ****122.50

Re: Articles of Incorporation - EPM Associates, Inc.

Gentlemen:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above Florida corporation, together with an executed Designation of Registered Agent Form.

Upon filing, please forward to us a certified copy of the Articles of Incorporation together with the Certificate of Incorporation.

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

Filing Fee	\$ 35.00
Certified Copy	52.50
Resident Agent Designation Form	35.00
Total:	\$122.50

If for any reason the above Articles may not be filed as submitted, please contact the undersigned.

Thank you for your cooperation.

Very truly yours,

LAWRENCE WEINER

LW/dv
enclosures
9232mscr 004

FILED
96 OCT 28 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Oct - 31 1996

FILED
96 OCT 28 PM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EPM ASSOCIATES, INC.

ARTICLES OF INCORPORATION

The undersigned, desiring to incorporate a corporation under the provisions of the Florida Business Corporation Act, does hereby certify:

1. The name of the Corporation is:

EPM ASSOCIATES, INC.

2. The principal mailing address of the Corporation is 183 Golf Village Blvd., Jupiter, FL 33458.

3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is Seven Hundred Fifty (750) shares of common stock having a par value of One Dollar (\$1.00) each.

4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.

5. The initial registered office of the Corporation shall be located at c/o Lawrence Weiner, 1428 Brickell Avenue, Suite 400, Miami, Florida 33131, and the initial Registered Agent shall be Lawrence Weiner.

6. The name and address of the sole incorporator hereof is:

Name

Address

Eugene P. Moriarty

183 Golf Village Blvd.
Jupiter, FL 33458

7. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Director is:

Name

Address

Eugene P. Moriarty

183 Golf Village Blvd.
Jupiter, FL 33458

8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida.

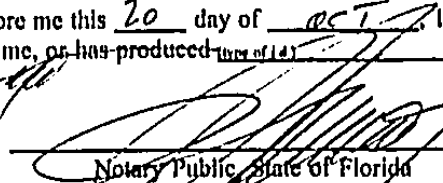
9. The term for which the Corporation is to exist is perpetual.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 20 day of Oct, 1996.

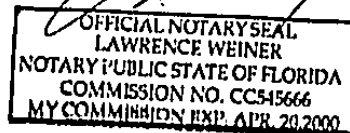

EUGENE P. MORIARTY
Incorporator

STATE OF FLORIDA)
): SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 20 day of Oct, 1996, by EUGENE P. MORIARTY, who is personally known to me, or has produced (type of I.d.) as identification.


Notary Public, State of Florida (SEAL)

9232artl 001



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: EPM ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

Lawrence Weiner

P.O. BOX NOT ACCEPTABLE

1428 Brickell Avenue, Suite 400, Miami, Florida 33131
(CITY/STATE/ZIP)

SIGNATURE 

(corporate officer) (Incorporator)

TITLE President/Incorporator

DATE 10/20/96

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 OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 10/20/96

REGISTERED AGENT FILING FEE: \$35.00

FILED
96 OCT 28 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA