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December 9, 1996

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sirs:

Please find enclosed the original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent which we wish to file on behalf of LaMada Company, Inc. We are also enclosing the appropriate filing fee in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50).

Thanks for your assistance.

Sincerely,

EPSTEIN & FRISCH

[Signature]
Robert D. Epstein

RDE/njv

Enclosures

C:\WPDOCS\BUSCA SEC

[Signature] 12/11

FILED
96 DEC -9 AM 10:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
LaMADIA CO., INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be LaMadia Co., Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

6027 East Peppertree Way
Sarasota, Florida 34242

FILED
96 DEC -9 AM 10:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Piera Busca
6027 East Peppertree Way
Sarasota, Florida 34242

ARTICLE V INCORPORATOR
See Instructions for officers/directors

The name and street address of the incorporator to these Articles of Incorporation is:

Piera Busca
6027 East Peppertree Way
Sarasota, Florida 34242

The undersigned incorporator has executed these Articles of Incorporation this 12-5 day of
~~November~~ 1996.
DECEMBER

Piera Busca
PIERA BUSCA

C:\WPDOCS\ARTICLES LAM

STATE OF FLORIDA)
)SS:
COUNTY OF SARASOTA)

Before me, a Notary Public, in and for said County and State, personally appeared Piera Busca who acknowledged the execution of the foregoing Articles of Incorporation.

WITNESS my hand and Notarial Seal this 5th day of DECEMBER, 1996.

Judith Ann Heery
Notary Public

Judith Ann Heery
Printed

My County of Residence: Sarasota

My Commission Expires: _____



JUDITH-ANN HEERY
MY COMMISSION # CC287149 EXPIRES
JUNE 19, 1997
BONDED THEU TROY FARM INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: LaMadia Co., Inc.
2. The name and address of the registered agent and office is:

Piera Busca
6027 East Peppertree Way
Sarasota, FL 34242

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


PIERA BUSCA

12-5-96
(Date)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 DEC -9 AM 10:00

FILED

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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