

12/1/96

FLORIDA DIVISION OF CORPORATIONS
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FAX #: (904) 412-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: DAWN LANKFORD BOWLING, P.A.
AUDIT NUMBER.....H96000018262
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JAN-02-1997 09:31

EMPIRE CORPORATE KIT
ARTICLES OF INCORPORATION

OF

P.02/04

H96000018262

DAWN LANKFORD BOWLING, P.A.

The undersigned incorporator, for the purpose of forming a professional service corporation under Florida Statutes, Chapter 621, Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

EFFECTIVE DATE
1-1-97

- FIRST: The name of the Corporation is Dawn Lankford Bowling, P.A. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is Miami Center, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- THIRD: The Corporation is authorized to issue 500 shares of common stock, per value \$.01 per share. Shares of the Corporation's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the Corporation.
- FOURTH: The street address of the initial registered office of the Corporation is: Miami Center, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: Dawn Lankford Bowling.
- FIFTH: The name and address of the incorporator of the Corporation is: Dawn Lankford Bowling, Miami Center, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH: The Corporation is organized for the purpose of engaging in the practice of law in the State of Florida, and all its fields of specialization as engaged in by lawyers pursuant to Chapter 621, Professional Service Corporation Act. The Corporation shall engage and render the professional services involved only through its officers, agents and employees who shall be lawyers in good standing, licensed or otherwise legally authorized within the State of Florida to render the same professional service as the Corporation.

Without in any manner limiting any of the objectives and powers of the Corporation, it is expressly declared and provided that the Corporation is hereby

Dawn Lankford Bowling
Florida Bar No. 0918734
Breed and Cressel
201 S. Biscayne Boulevard, Suite 3000
Miami, Florida 33131

(305) 373-9400

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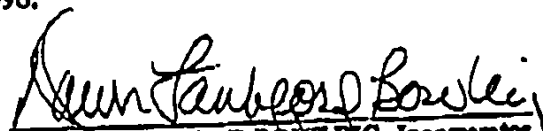
EMPIRE CORPORATE KIT

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empowered to transact any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Business Corporations Act.

- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is: Dawn Lankford Bowling, Miami Center, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH:** The corporate existence of the Corporation shall commence on January 1, 1997.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of December, 1996.


DAWN LANKFORD BOWLING, Incorporator

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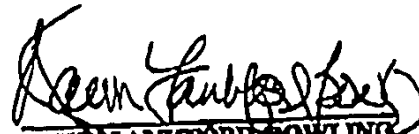
EMPIRE CORPORATE KIT
ACCEPTANCE OF APPOINTMENT

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OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


DAWN PLANKFORD BOWLING

97

JAN - 2

1997

UNDERDAWN BOWLING
00201

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