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ACCOUNT NO. : 072100000032

REFERENCE : 287333 84107A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 10, 1997

ORDER TIME : 11:33 AM

ORDER NO. : 287333-005

CUSTOMER NO: 84107A

CUSTOMER: Cheryl R. Kraus, Esq
CHERYL R. KRAUS, ESQ

Suite 201
1100 Fifth Avenue, South
Naples, FL 34102

DOMESTIC FILING

NAME: MORNING WARNING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

K.R. MAR 10 1997

RECEIVED
TALLAHASSEE, FLORIDA
97 MAR 10 PM 3:38

FILED
97 MAR 10 PM 3:38
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 10 PM 12:22
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
MORNING WARNING, INC.**

FILED
97 MAR 10 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida. The Articles of Incorporation of Morning Warning, Inc., shall be as follows:

ARTICLE I

NAME AND ADDRESS - The name of the corporation shall be Morning Warning, Inc. and its principal place of business and mailing address shall be:

259 Quail Forest Boulevard, #105
Naples, Florida 34105.

ARTICLE II

NATURE OF BUSINESS - This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK - The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at \$1.00 par value.

ARTICLE IV

REGISTERED AGENT - The initial registered office of the corporation shall be:

259 Quail Forest Boulevard, #105
Naples, Florida 34105.

and the name of the original registered agent shall be:

Joseph M. Spoelker.

ARTICLE V

TERM - This corporation is to exist perpetually.

ARTICLE VI

PREEMPTIVE RIGHTS - Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII

SPECIAL PROVISION - The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII

ELECTION OF SUBCHAPTER S - This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX

OFFICERS AND DIRECTORS - This corporation shall have one (1) officer and one (1) director initially. The name and street address of the initial board of directors, who shall hold office for the first year of the corporation's operation, or until a successor is elected or appointed is:

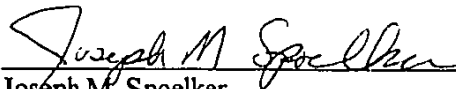
JOSEPH M. SPOELKER
259 Quail Forest Boulevard, #105
Naples, Florida 34105.

ARTICLE X

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

JOSEPH M. SPOELKER
259 Quail Forest Boulevard, #105
Naples, Florida 34105.

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand on this 6th day of March, 1997.


Joseph M. Spoelker
Incorporator

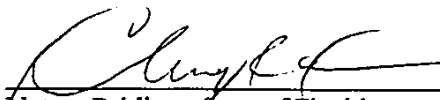
STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared Joseph M. Spoelker, who upon being duly sworn states that she is the incorporator for Morning Warning, Inc. He is (check one) ☒ personally known to me or ☐ has produced _____ as identification.

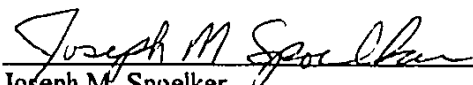
SWORN TO AND SUBSCRIBED before me this 6th day of March, 1997.



CHERYL R KRAUS
My Commission CC486045
Expires May. 22, 1999
Bonded by HAI
800-422-1555


Notary Public - State of Florida
Print name: CHERYL R. KRAUS
My Commission Expires: 5/22/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


Joseph M. Spoelker

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TALLAHASSEE, FLORIDA