LAW OFFICEB.

FOWLER, WHITE, BURNETT, HURLEY, BANICK & STRICKROOT

A PROFESSIONAL ASSOCIATION

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CROMWELL A ANDERBON
ALIX J.M. APOLLON
RICHARD B. BANICK
DANIEL F BEABLEY
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HEATHER B. BROCK
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KYLE L. WEIGEL
NORMAN I. WEIL
ALAN G. WILLIAMS

CODY FOWLER (1898-1978) MORRIS E, WHITE (1898-1988) JAMES L, HURLEY (1980-1989)

INTERNATIONAL PLACE
100 GOUTHEABT SECOND BTREET
SEVENTEENTH FLOOR
MIAMI, FLORIDA 33131

TELEPHONE (308) 789-9800 PACBIMILE (308) 789-9801 WWW.fowler-white.com

Secretary of State

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

500002108825--2 -03/10/97--01125--012 ****122.50 ****122.50

Re: Alliance for ADA Compliance, Inc.

To Whom It May Concern:

I have enclosed an original and one copy of the Articles of Incorporation and the designation of resident agent in connection with the above corporation. Please file the original and certify and return one copy to me. Our firm check in the amount of \$122.50 is enclosed to cover the filing fee (\$35), certificate of resident agent fee (\$52.50) and certified copy fee (\$30).

Thank you for your prompt attention to this matter.

Yours very truly,

William N. Charouhis For the Firm

/gs Enclosures

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ARTICLES OF INCORPORATION OF ALLIANCE FOR ADA COMPLIANCE, INC.

97 HAR 10 AH SECRETARY OF TALLAHASSEE!

I, the undersigned, hereby make, subscribe, acknowledge coand in file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is ALLIANCE FOR ADA COMPLIANCE, INC. and its principal place of business and mailing address is c/o John Garon, 1661 N.W. 100th Terrace, Plantation, Florida 33317.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 7500 shares of common stock of ten cents (\$.10) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the

corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and his address is as follows: John Garon, 1661 N.W. 100th Terrace, Plantation, Florida 33317.

ARTICLE VI

BOARD OF DIRECTORS

- 1. The number of Directors of this corporation shall not be less than one(1) nor more than seven (7). The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors shall never be less than one (1).
- 2. The corporation shall initially have one (1) director. The name and address of the initial Director is as follows:

NAME:

ADDRESS:

JOHN GARON

1661 N.W. 100th Terrace Plantation, Florida 33317

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: John Garon, 1661 N.W. 100th Terrace, Plantation, Florida 33317.

ARTICLE VIII

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

- 1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.
- 2. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.
- 3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.
- 4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.
- 5. The power to adopt, alter and repeal By-Laws shall be in the Board of Directors of the corporation or in the stockholders;

By-Laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended or repealed by the Board of Directors.

Directors.
IN WITNESS WHEREOF, the undersigned, has made and subscribed
these Articles of Incorporation at Plantation, Broward County,
Florida, for the uses and purposes aforesaid this _3 day of
<u>Harch</u> , 1997.
(signature) Stotnick (Print Name)
(Print Name) (Fint Name)
STATE OF FLORIDA)) SS: COUNTY OF)
BEFORE ME, the undersigned authority, personally appeared this day JOHN GARON and he acknowledged to and before me that he executed the same for the purposes therein.
WITNESS my hand and seal in the County and State last aforesaid this 3 day of, 1997.
(Signature of Notary Public - State of Florida)
OFFICIAL NOTARY SEAL KIMBERLY E SLOTNICK NOTARY PUBLIC STATE OF FLORIDA (Print, Type, occumple of 1997) of Notary Public) MY COMMISSION EXP. AUG. 14,2000
COMMISSION NUMBER
My Commission Expires:
Personally Known OR Produced Identification
Type of Identification Produced:
I:\WNC\G\GARON\AADAC.AOI

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

ALLIANCE FOR ADA COMPLIANCE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Plantation, County of Broward, State of Florida, has named John Garon, as its agent, whose address is 1661 N.W. 100th Terrace, Plantation, Florida 33317, to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.325 of the Florida Statutes.

By:
JOHN GARON

(Print Name)

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