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### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 14, 1997

ECKERT SEAMANS 200 WEST COLLEGE AVENUE TALLAHASSEE, FL 32301

SUBJECT: FLORIDA WETLANDSBANK, INC.

Ref. Number: W97000005983

We have received your document for FLORIDA WETLANDSBANK, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking Director's Office Suite 1401, The Capitol Tallahassee, FL 32399-0350 (904) 488-1111.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown Document Specialist

Letter Number: 897A00013040

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#### ARTICLES OF INCORPORATION

OF

## FLORIDA WETLANDS MITIGATION, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

# ARTICLE I

The name of the corporation shall be:

# FLORIDA WETLANDS MITIGATION, INC.

# **ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

## ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

## **ARTICLE IV**

The maximum number of shares which the corporation shall have authority to issue shall be 1,000 shares of common stock with a par value of \$.10 per share.

### ARTICLE V

The initial registered agent and street address of the initial registered office of the

corporation shall be:

Lew J. Lautin

1800 North Douglas Road

Suite 203

Pembroke Pines, Florida 33024

## ARTICLE VI

This corporation shall have two directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

David L. John 1800 N. Douglas Road Suite 203 Pembroke Pines, Florida 33024 George I. Platt, III 450 East Las Olas Boulevard Suite 800 Fort Lauderdale, Florida 33301

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

# **ARTICLE VII**

The name and address of the incorporator of the corporation is:

William R. Nuernberg Eckert Scamans Cherin & Mellott 701 Brickell Avenue, Suite 1850 Miami, Florida 33131

#### ARTICLE VIII

The mailing address of the corporation is:

Florida Wetlands Mitigation, Inc. 1800 North Douglas Road Suite 203 Pembroke Pines, Florida 33024

Executed this 20th day of March, 1997.

William R. Nuernberg, Incorporator

# ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of FLORIDA WETLANDS MITIGATION, INC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this zoth day of March, 1997.

ew J. Lautin

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