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FILED

Alston & Associates, Inc.  
8744 S.W. 51 Street  
Cooper City, Florida 33328  
(954) 434-3728

97 MAY -6 PM 3:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 1, 1997

EFFECTIVE DATE

5-1-97

State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

RE: ARTICLES OF INCORPORATION

500002167065--3  
-05/06/97--01043--011  
\*\*\*122.50 \*\*\*122.50

Dear Secretary of State:

I am enclosing an original and two copies of the above captioned Articles of Incorporation of Alston & Associates, Inc.

Also enclosed is payment in the amount of \$122.50 for the following fees:

Filing Articles of Incorporation	\$ 70.00
Certified Copy of Incorporation	<u>52.50</u>
TOTAL:	\$122.50

Please file the original Articles and return the certified copies to me at the above address.

Very truly yours,



Ann C. Alston  
Incorporator

Encl.

IN 5-9-97

**ARTICLES OF INCORPORATION  
OF  
Alston & Associates, Inc.**

**FILED**

97 MAY -6 PM 3:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**EFFECTIVE DATE**

**5-1-97**

**ARTICLE ONE  
CORPORATE NAME**

The name of this corporation is: Alston & Associates, Inc.

**ARTICLE TWO  
DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the first day of May, 1997.

**ARTICLE THREE  
PURPOSE**

The general nature of the business of this corporation shall be any and all activities or businesses permitted under the laws of the United States of America and the State of Florida.

**ARTICLE FOUR  
CAPITAL STOCK**

The amount of total authorized capital stock of this corporation shall be 500 shares of common stock, \$1.00 par value each share, and all such stock shall be payable in cash, property, labor or services at a just evaluation to be fixed by the Board of Directors at a meeting called for that purpose.

The said capital stock is being issued pursuant to Section 1244 of the Federal Internal Revenue Code.

ARTICLE FIVE  
PREEMPTIVE RIGHTS

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

ARTICLE SIX  
REGISTERED OFFICE AND AGENT

The principal place of business of this corporation shall be 8744 S.W. 51 Street, Cooper City, Florida, 33328, with the privilege of having branch offices at any other place, and the Resident Agent for service shall be:

Andrew A. Alston,  
8744 S.W. 51 Street  
Cooper City, Florida, 33328

ARTICLE SEVEN  
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially; the number of directors may be either increased from time to time by the By-laws, but never shall be less than one.

The officers of this corporation shall be president, vice, president, secretary, treasurer or assistants thereof.

The names and post office addresses of the initial Board of Directors who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, are as follows:

Dir/President	Ann C. Alston,	8744 S.W. 51 Street, Cooper City, Florida, 33328
Vice President	Kevin S. Alston,	8744 S.W. 51 Street, Cooper City, Florida, 33328
Secretary	Stephen A. Alston,	8744 S.W. 51 Street, Cooper City, Florida, 33328
Treasurer	Andrew A. Alston,	8744 S.W. 51 Street, Cooper City, Florida, 33328

ARTICLE EIGHT  
INCORPORATORS

The name and addresses of the incorporator is:

Ann C. Alston,                      8744 S.W. 51 Street,  
Cooper City, Florida, 33328

ARTICLE NINE  
INDEMNIFICATION

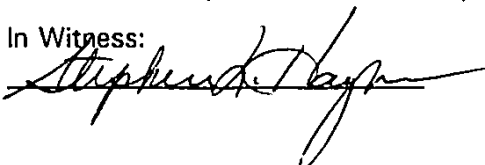

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN  
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting, after due notice given, by vote of the majority of the stock entitled to vote thereon and present at said meeting.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this first day of May, 1997.

In Witness:

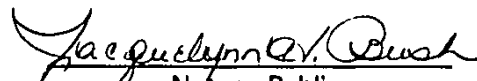
   
Ann C. Alston

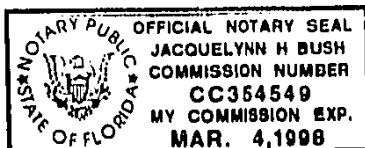
STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared Ann C. Alston, to me known and known to me to be the person who executed the foregoing Articles of Incorporation for the uses and purposes therein contained.

WITNESS my hand and seal this first day of May, 1997, at Ft. Lauderdale, Broward County, Florida:

My commission expires:

  
Notary Public  
State of Florida at Large



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

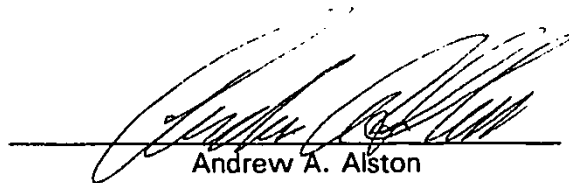
In pursuance with Chapter 48.091 Florida Statutes, the following is submitted:

Alston & Associates, Inc.

desiring to organize under the laws of the State of Florida, with its principal office at the city of Cooper City, County of Broward, State of Florida, has named Andrew A. Alston, of 8744 S.W. 51 Street, Cooper City, Florida, 33328, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

  
\_\_\_\_\_  
Andrew A. Alston  
REGISTERED AGENT

EFFECTIVE DATE

5-1-97

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 MAY -6 PM 3:21

FILED