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Foley + Gardner

EFFECTIVE DATE  
5-14-97

Requestor's Name

Address

222-6100

City/State/Zip

Phone #

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97 MAY 15 PM 1:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) (Document #) 400002179424--9  
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<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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97 MAY 15 AM 10:11

**ARTICLES OF INCORPORATION**

**OF**

**HARRIS DEVELOPMENT GROUP, INC.**

**EFFECTIVE DATE**

5.14.97

FILED  
97 MAY 15 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME AND ADDRESS**

Section 1.1 **Name.** The name of the corporation is Harris Development Group, Inc.

Section 1.2 **Address of Principal Office.** The address of the principal office of the corporation is 5644 Santiago Circle, Boca Raton, Florida 33433.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSES**

This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$0.01 per share.

## **ARTICLE V**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5644 Santiago Circle, Boca Raton, Florida 33433, and the name of the initial registered agent of this corporation at that address is Joseph L. Harris.

## **ARTICLE VI**

### **DIRECTORS**

Section 6.1 **Number**. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Directors**. The name and address of the members of the first board of directors of the corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Joseph L. Harris	5644 Santiago Circle Boca Raton, Florida 33433
Linda K. Harris	5644 Santiago Circle Boca Raton, Florida 33433

## **ARTICLE VII**

### **BYLAWS**

The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the incorporator of this corporation are:

**NAME**

Claudia S. Amlie

**ADDRESS**

777 South Flagler Drive  
Suite 200 East  
West Palm Beach, Florida 33409

**ARTICLE IX**

**INDEMNIFICATION**

The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE X**

**AMENDMENT**

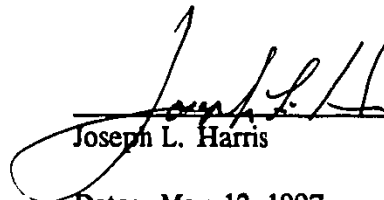
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 14<sup>th</sup> day of May, 1997.

  
\_\_\_\_\_  
Claudia S. Amlie, Incorporator

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above 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. I am familiar with and I accept the obligations of a registered agent.

  
\_\_\_\_\_  
Joseph L. Harris  
Date: May 12, 1997

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97 MAY 15 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA