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CORPORATION	I(S) NAME		
	Elkhorn, Inc.		
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ARTICLES OF INCORPORATION

OF

ELKHORN, INC.

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

ARTICLE I

Name

The name of the corporation is ELKHORN, INC. and its address is 801 Brickell Avenue, Suite 1901, Miami, Florida 33131.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is CT CORPORATION SYSTEM 1200 S. Pine Island Rd, Plantation, Florida, 33324 and the name of its initial registered agent at such address is CT CORPORATION SYSTEM.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Name: THOMAS R. SPENCER, JR.
Address: SPENCER & KLEIN, P.A.
801 Brickell Avenue, Suite 1901
Miami, Florida 33131

ARTICLE VII

Incorporator

The name and address of the Incorporator is:
Connie Bryan
CT CORPORATION SYSTEM
660 Fast Jefferson Street
Tallahassee, FL 32301

ARTICLE VIII

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director of shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the $\frac{2^{2}}{2}$ day of July, 1997.

CT CORPORATION SYSTEM

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•	instrument was	acknowledged before me thisday of July, 1997, by who is personally known to me and who did not take an eath		-2	== ==
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My Commission	Expires	Notary Public		21,	_
		Printed Name			—

Acknowledgement of Appointment by Registered Agent

Having been named the Registered Agent for the above-named corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

CT CORPORATION SYSTEM

Comic Buy

Registered Agent

JUNNIE BRYAN
SPECIAL ASSISTANT SECRETARY