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CUNNINGHAM & CUNNINGHAM, P.A.

F. MALCOLM CUNNINGHAM, SR. (1927-1978)

T. J. CUNNINGHAM*

PERSONAL INJURY & WRONGFUL DEATH

GENERAL PRACTICE

*ALSO MEMBER OF D.C. BAR

1897 PALM BEACH LAKES BOULEVARD

CROSS ROADS BUILDING, SUITE 201

WEST PALM BEACH, FLORIDA 33409

PHONE (561) 683-2900

FAX (561) 683-2130

OF COUNSEL:

KIMBERLY J. CUNNINGHAM*

November 11, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32317

Re: Leirum Drofner Salguod, Inc.

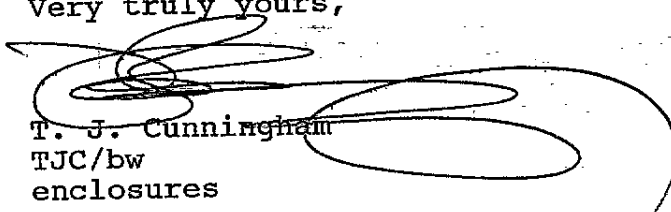
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Gentlemen:

We are enclosing herewith original and one (1) copy of Articles of Incorporation for Leirum Drofner Salguod, Inc. together with Designation of Resident Agent and Acceptance for filing. After the same has been filed, please forward to this office a certified copy of the Articles.

Also enclosed is a check in the amount of \$122.50 to defray the cost of filing and certified copy.

Very truly yours,


T. J. Cunningham
TJC/bw
enclosures

FILED
97 NOV 17 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall
NOV 19 1997

ARTICLES OF INCORPORATION
OF
LEIRUM DROFNER SALGUOD, INC.

FILED

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The undersigned is desirous of forming the ^{above named} corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the Laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be: **LEIRUM DROFNER SALGUOD, INC.**, whose principal place of business shall be 637 Executive Center Drive, N-105, West Palm Beach, Florida 33401.

ARTICLE TWO

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE

The general nature of the business and objects and purposes proposed to be transacted and carried on by the corporation are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might do, including the purchase of real estate and any business lawfully transacted under the Laws of the Stte of Florida. Said corporation shall further have the following powers:

1. To have perpetual succession by its corporate name;
2. To sue and be sued, complain and defend its corporate name in all actions and proceedings;
3. To have a corporate seal, which may be altered at

pleasure, and to use the same by causing it or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

4. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

5. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

6. To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

7. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or any instrumentality thereof;

8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporate may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

9. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds as loaned or invested;

10. To conduct its business, carry on its operations and have offices and exercise the powers granted by this act within or without this state;

11. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

12. To make and alter by laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration;

13. To make donations for the public welfare or for charitable, scientific, or educational purposes;

14. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

15. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees and for any of all of the directors, officers and employees of its subsidiaries;

16. To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust, or other enterprise;

17. To have and exercise all powers necessary or convenient to effect its purposes;

18. To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida 607.141.

ARTICLE FOUR

Said corporation shall have a beginning capitalization of Five

Hundred (\$500.00) Dollars. The aggregate number of shares which the corporation shall have authority to issue is the total sum of five hundred (500) shares, having an individual par value of one (\$1.00) dollar each, unless otherwise stated in these Articles, or in an amendment to these Articles, there shall be any one (1) class of stock of this corporation, common stock.

ARTICLE FIVE

The street address of the initial registered office and the name of the initial resident agent of this corporation shall be: RENFORD W. DOUGLAS, 637 Executive Center Drive, N-105, West Palm Beach, Florida 33401.

ARTICLE SIX

The initial Board of Directors shall consist of a total of two persons and the name and address of the persons who are to serve as an initial directors are:

RENFORD W. DOUGLAS - PRESIDENT
637 Executive Center Drive, N-105
West Palm Beach, Florida 33401

MURIEL M. DOUGLAS - SECRETARY/TREASURER
637 Executive Center Drive, N-105
West Palm Beach, Florida 33401

The name and address of the incorporators executing these Articles of Incorporation are:

RENFORD W. DOUGLAS
637 Executive Center Drive, N-105
West Palm Beach, Florida 33401

MURIEL M. DOUGLAS
637 Executive Center Drive, N-105
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned incorporators have

executed these Articles of Incorporation this 7th day of
November, 1997.

Renford W. Douglas
RENFORD W. DOUGLAS - President

Muriel M. Douglas
MURIEL M. DOUGLAS - Secretary/
Treasurer

CUNNINGHAM & CUNNINGHAM, P.A.
Attorneys for Incorporator
1897 Palm Beach Lakes Boulevard
Cross Roads Building, Suite 201
West Palm Beach, Florida 33409

BY: [Signature]
T. J. CUNNINGHAM
FLORIDA BAR NO. 0017241
TELEPHONE: 561/683-2900

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements
in the State and County set forth above, personally appeared
RENFORD W. DOUGLAS and MURIEL M. DOUGLAS, known to me and known by
me to be the persons who executed the foregoing Articles of
Incorporation, and they acknowledged before me that they executed
those Articles of Incorporation.

IN WITNESS WHEREOF, We have hereunto set our hands and affixed
our official seal in the State and County aforesaid this 7th day
of November, 1997.

Betty W. Wilborn
NOTARY PUBLIC

MY COMMISSION EXPIRES:



BETTY W. WILBORN
MY COMMISSION # CC339558 EXPIRES
January 11, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

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APPOINTMENT OF RESIDENT AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LEIRUM DROFNER SALGUOD, INC. by and through its
of Directors, hereby appoints Renford W. Douglas as its Resident
Agent pursuant to Florida Statutes Section 607, for the acceptance
of process of service at the corporate principal place of business,
637 Executive Center Drive, N-105, West Palm Beach, Florida 33401,
this 7th day of November, 1997.

Renford W. Douglas:
RENFORD W. DOUGLAS

Muriel M. Douglas
MURIEL M. DOUGLAS

I, RENFORD W. DOUGLAS, hereby accepts the appointment as
Resident Agent for Leirum Drofner Salguod, Inc. and will perform
all duties required under Florida Statutes 607.

Renford W. Douglas:
RENFORD W. DOUGLAS - Resident Agent