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F. J. Petrillo & Associates 10310 SW 51st Street Cooper City, FL 33328

Phone: 954-680-5800 Fax: 954-680-5801

TRANSMITTAL LETTER

Department of State

Division of Corporations 409 E Gaines Street	P.O.Box 6327		
Tallahassee, Fl. 32399	Tallahassee, Fl. 32314		
Subject: ON Composite Name (Proposes Corporate Name	ny ny ne-mást include suffix)	200002362 -12/03/97 ****122.50	20:824 01066007 ****122.50
ENCLOSED IS AN ORIGINAL AND ONE (AND A CHECK FOR:	(1) COPY OF THE ARTICLES	OF INCORPORATION	-
\$ 122.50	Other	. <u>.</u>	<u> </u>
FROM: F.J. PETRILIO & ASSOCIATES 10310 S.W. 51st Street Cooper City , F1. 33328 954-680-5800		97 DEC -3 AM 8:54	S-XL
NOTE: PLEASE RETURN A FILED COPY	Y OF THE ARTICLES OF INC	CORPORATION VIA:	
FED EX(Return slip	enclosed)	_Regular mail	-
to: F.J. PETRILLO & ASSOCIATES 10310 S.W. 51st Street Cooper City, Fl. 33328 THANK YOU FOR YOUR PROMPT ATTENT	ION TO THIS	JAPY Holis	
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SEND ORIGINAL AND ONE COPY**** ***OFFICE USE ONLY:

ARTICLES OF INCORPORATION

97 DEC -3 AM 8:54

COST & COMPANY, INC.

a Florida Corporation

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I CORPORATE NAME

The name of this Corporation shall be:

COST & COMPANY, INC.

ARTICLE II NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$0.10 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V EXISTENCE

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: RONALD W. COST

INITIAL REGISTERED OFFICE: 1014 West Drew Street Lantana, Florida 33462

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

Ronald W. Cost

ARTICLE VII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

ARTICLE VIII INITIAL DIRECTORS

The names and addresses of the initial members of the Board of Directors are:

Ronald W. Cost 1014 W Drew Street Lantana, Florida 33462 Allan J.Cost 1014 W. Drew Street Lantana, FLorida 33462

ARTICLE IX CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE X PRINCIPAL OFFICE

The principal office of the corporation is:

1014 West Drew Street Lantana, Florida 33462

ARTICLE XI MAILING ADDRESS

The mailing address of the corporation is:

1014 West Drew Street Lantana, Florida 33462

ARTICLES XII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

FILED DECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE XIII INCORPORATOR

97 DEC -3 AM 8:54

The name and address of the Incorporator executing these Articles of Incorporation is:

Ronald W Cost 1014 West Drew Street Lantana, Florida 33462

AMENDMENT OF ARTICLES
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this <u>26</u> day of November <u>1997</u> .
Ronald W. Cost
STATE OF FLORIDA COUNTY OF BROWARD
BEFORE ME, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgments in the State and County afcresaid, personally appeared Ronald W. Cost, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, andhe duly acknowledged to me thathe executed the same for the purposes therein expressed.
WITNESS my hand and official seal in Cooper City Broward County, Florida, this 26 day of November, 1997. Notary Public, State of Florida
My Commission Expires: Jeanne Petrillo at Large Jeanne Petrillo

MY COMMISSION # CC670190 EXPIRES November 9, 2001 BONDED THRU TROY FAIN INSUBANCE, INC.