



P97000108038

ACCOUNT NO. : 072100000032

REFERENCE : 648921 81740A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 24, 1997

ORDER TIME : 10:54 AM

ORDER NO. : 648921-005

CUSTOMER NO: 81740A

CUSTOMER: Roger L. Shaffer, Jr.  
ROGER L. SHAFFER, ESQ

Suite 270  
2500 N. Military Trail  
Boca Raton, FL 33431

400002382574--4  
-12/24/97-01072-010  
\*\*\*\*122.50 \*\*\*\*122.50

DIVISION OF CORPORATION

97 DEC 24 PM 1:33

RECEIVED

DOMESTIC FILING

NAME: INTERCOASTAL FINANCIAL  
SERVICES CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 24 AM 9:06

12-26-97  
WS

**ARTICLES OF INCORPORATION  
OF  
INTERCOASTAL FINANCIAL SERVICES CORP.**

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**ARTICLE I: NAME**

The name of this corporation is **INTERCOASTAL FINANCIAL SERVICES CORP.**  
The mailing address of the corporation is 701 St. Giles Court, Palm Beach Gardens, Florida 33418.

**ARTICLE II: DURATION**

This corporation shall have perpetual existence.

**ARTICLE III: PURPOSE**

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of One Cent (\$.01) par value common stock which shall be designated "Common Shares".

**ARTICLE V: PRE-EMPTIVE RIGHTS**

Every share holder, 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 as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2201 Corporate Boulevard, NW, Suite 105, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is Roger L. Shaffer, Jr.

#### **ARTICLE VII: INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Roy G. Warren  
701 St. Giles Court  
Palm Beach Gardens, FL 33418

#### **ARTICLE VIII: INCORPORATOR**

The name and address of the person signing these Articles is:

Marilyn R. O'Leary  
701 St. Giles Court  
Palm Beach Gardens, FL 33418

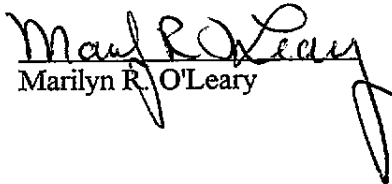
#### **ARTICLE IX: INDEMNIFICATION**

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

**ARTICLE X: AMENDMENT**

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

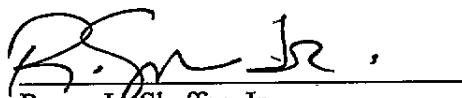
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22<sup>nd</sup> day of December, 1997.

  
Marilyn R. O'Leary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before an officer duly authorized in the county and state aforesaid to take acknowledgments, personally appeared Marilyn R. O'Leary, who is personally known to me to be the person described in, or who produced as identification \_\_\_\_\_, and who executed the foregoing Articles of Incorporation and who took an oath.

WITNESS my hand and official seal in the county and state last aforesaid this 22<sup>nd</sup> day of December, 1997.

  
Roger L. Shaffer, Jr.  
Notary Public

My Commission Expires:

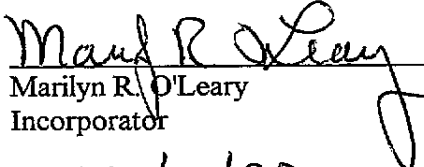


ROGER L. SHAFFER JR  
My Commission CC481130  
Expires May, 08, 1999  
Bonded by HAI  
800-422-1655

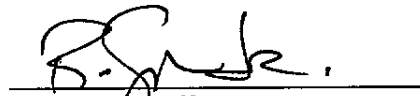
### REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

That **INTERCOASTAL FINANCIAL SERVICES CORP.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Palm Beach Gardens, State of Florida, has named Roger L. Shaffer, Jr., 2201 Corporate Boulevard, NW, Suite 105, Boca Raton, Florida 33431 as its agent to accept service of process within the State of Florida.

  
Marilyn R. O'Leary  
Incorporator  
Dated: 12/22/97

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar and accept the obligations of registered agent.

  
Roger L. Shaffer, Jr.  
Registered Agent  
Dated: 12/22/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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