

P 98000014465

TRANSMITTAL LETTER

FEB 12 AM 9 51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 10, 1998.

Department of State,
Division of Corporations,
P.O. Box 6327,
Tallahassee,
Florida 32314.

600002429196--9
-02/12/98--01088--006
*****70.00 *****70.00

SUBJECT:

BROWN & COOKE ENTERPRISES, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a money order for:

☒ \$70.00 for Filing Fee.

From: François A. Bonetto,
2300 Griffin Road, Suite 14,
Ft. Lauderdale,
Florida 33312-5961.
Tel.: (954) 962-3401.

Thank You.

P. Hall

FEB 13 1998

STATE OF FLORIDA

ARTICLES
OF
INCORPORATION

BROWN & COOKE
ENTERPRISES, Inc.

INCORPORATED

This 10th day of the Month of February, A.D. 1998.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be

BROWN & COOKE ENTERPRISES, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3224 N.W. 35th Court,
Lauderdale Lakes,
Florida 33309.

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ***5,000*** (five thousand) shares of common stock having a nominal value or par value of ***\$1.00*** (One dollar U.S.) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Lorraine Brown,
3224 N.W. 35th Court,
Lauderdale Lakes,
Florida 33309.

ARTICLE V: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

René Cooke,
3224 N.W. 35th Court,
Lauderdale Lakes,
Florida 33309.

Lorraine Brown,
3224 N.W. 35th Court,
Lauderdale Lakes,
Florida 33309.

The undersigned incorporators
have executed these articles of Incorporation on
this 10th day of the month on February, A.D. 1998.

Signature: Paszi

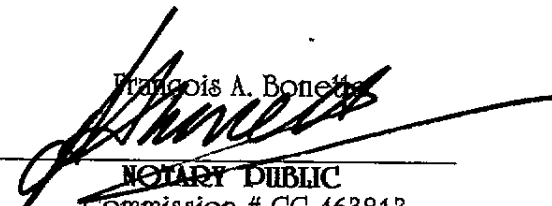
Signature: Rossini Brown

Signature: _____

Signature: _____

Signature: _____

NOTE: Affixing an officer title after a signature of
an incorporator does not constitute the
designation of officers.


Francois A. Bonetto
NOTARY PUBLIC
Commission # CC 463813
Expires June 25, 1999.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:
Brown & Cooke
Enterprises, Inc.
2. The name and address of the registered agent
and office is:

Lorraine Brown,
3224 N.W. 35th Court,
Lauderdale Lakes,
Florida 33309.

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: *Lorraine Brown*

Date: This 10th day of February, A.D. 1998.