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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 27 AM 10:12

ROBERT B. SMITH, P.A.  
ATTORNEY AND COUNSELOR AT LAW  
THE WHITE BUILDING, SUITE 208  
ONE N.E. 2ND AVENUE  
MIAMI, FL 33132

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City/State/Zip Phone #

EFFECTIVE DATE  
2-24-98

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. C. Burton Smith & Associates, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

D. BROWN MAR - 2 1998

**ARTICLES OF INCORPORATION  
OF  
C. BURTON SMITH & ASSOCIATES, INC.**

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**EFFECTIVE DATE**  
2-24-98

The undersigned, acting as incorporator of C. Burton Smith & Associates, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is C. Burton Smith & Associates, Inc.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation by the Secretary of State, State of Florida.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 7900 Biltmore Blvd., Miramar, Florida 33023.

**ARTICLE IV. DURATION**

The corporation will exist perpetually.

**ARTICLE V. PURPOSE**

This corporation shall serve as holding company that may engage in any activity or business permitted under the laws of the United States and Florida.

## **ARTICLE VI. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of Class A common stock, having a par value of \$1.00 per share. The consideration to be paid for each share of Class A common stock shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

## **ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7900 Biltmore Boulevard, Miramar, Florida 33023 and the name of the corporation's initial registered agent at the address is Cynthia Burton Smith.

## **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one (1) or more than four (4). The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Cynthia Burton Smith - President/Secretary	7900 Biltmore Boulevard Miramar, FL 33023
Toronto Smith- VicePresident/Treasurer	7900 Biltmore Boulevard Miramar, FL 33023

### **ARTICLE IX. MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors. The names and street addresses of the original shareholders are:

<u>Name</u>	<u>Shares</u>	<u>Address</u>
Cynthia Burton Smith	500 common stock	7900 Biltmore Boulevard Miramar, FL 33023
Toronto Smith	500 common stock	7900 Biltmore Boulevard Miramar, FL 33023

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### **ARTICLE X. INCORPORATOR**

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Cynthia Burton Smith	7900 Biltmore Boulevard Miramar, FL 33023

The incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stocks of this corporation, this assignment becoming effective on the date corporate existence begins.

### **ARTICLE XI. CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the

candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

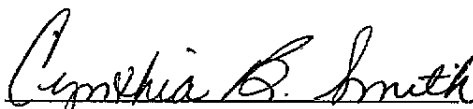
#### **ARTICLE XII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholder, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE XIII. BYLAWS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of February, 1998.

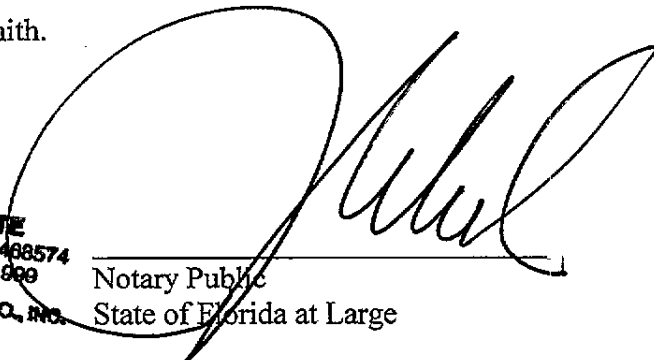
  
Cynthia Burton Smith

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 24  
day of February, 1998, by Cynthia Burton Smith.



JAY A. WHITE  
COMMISSION # CC 488574  
EXPIRES JUL 8, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public  
State of Florida at Large

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for C. Burton Smith & Associates in the foregoing Articles of Incorporation, I, on behalf of C. Burton Smith & Associates, Inc., a Florida corporation, hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

By: Cynthia B. Smith  
Cynthia Burton Smith

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