

DEAN J. TRANTALIS  
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FAX (305) 755-8874

March 14, 1998

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-03/18/98-01098--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporation  
409 East Gaines Street  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: STEINSMITH, HIRSCHY & COMPANY

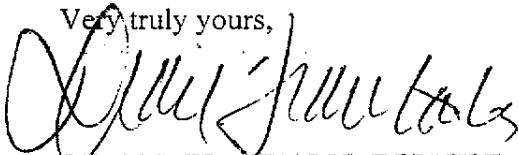
Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation with regard to the above-referenced corporation. Also enclosed please find a check in the amount of \$70.00 dollars, made payable to you for filing.

Please return a stamped copy of the Articles when completed.

Thank you for your cooperation in this matter.

Very truly yours,

  
DEAN J. TRANTALIS, ESQUIRE

DJT/ac  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 18 AM 9:41

3-20-98  
54

ARTICLES OF INCORPORATION

OF

STEINSMITH, HIRSCHY & COMPANY

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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ARTICLE I

NAME

The name of this Corporation is Steinsmith, Hirschy & Company

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.

To carry on any other lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers herein named or for the enhancement of the value of the property of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

#### TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

#### ARTICLE IV

##### CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of the Corporation is 2717 NE 21st Court, Ft. Lauderdale, FL 33305-3615 and the name of the initial registered agent of this Corporation is Dean J. Trantalis, Esq., One Portside Drive, Ft. Lauderdale, FL 33316.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This Corporation shall have 3 Director(s) 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 (1). The name(s) and address(es) of the initial Director(s) of this Corporation are:

Gary L. Steinsmith     President/Director  
2717 NE 21st Court  
Ft. Lauderdale, FL 33305-3615

Myron A. Hirschy     Executive Vice President,  
2717 NE 21st Court     Secretary/Treas./Director  
Ft. Lauderdale, FL 33305-3615

Dean J. Trantalis, Esq. Director  
One Portside Drive  
Ft. Lauderdale, FL 33316

#### ARTICLE VII

##### AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this Corporation.

#### ARTICLE VIII

##### POWERS

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

#### ARTICLE IX

##### DIVIDENDS

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

## ARTICLE X

### INDEMNIFICATION

This Corporation shall indemnify any and all of its Directors, officers, employees or agents or former Directors, officers, employees or agents or any person or persons who may have served at its request as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a Director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any Directors, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

## ARTICLE XI

### INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Dean J. Trantalis, Esq.  
One Portside Drive  
Ft. Lauderdale, FL 33316

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation.

Dated: 3/2/58



ACKNOWLEDGMENT

STATE OF FLORIDA )

) SS:

COUNTY OF Broward )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Dean J. Throntalis, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16 day of March, A.D., 1998.

My Commission Expires: ---



CAROL A. FARLEY  
MY COMMISSION # CC484332 EXPIRES  
July 27, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

Carol A. Farley  
NOTARY PUBLIC  
State of Florida at Large

[NOTARIAL SEAL]

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: ---

That Steinsmith, Hirschy & Company desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in Article V of the Certificate of Incorporation, at the

City of Ft. Lauderdale, County of Broward, State of Florida, has named Dean J. Trantalis, One Portside Drive, Ft. Lauderdale, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete discharge of my duties.

Dated this 14 day of March, 1998.



REGISTERED AGENT

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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