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**VIA FEDERAL EXPRESS**

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BOCA RATON, FLORIDA 33431

DIRECT DIAL:  
(561) 394-7944

May 21, 1998

Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32314

Re: 116 Deerwood Corp.

400002535664--9  
-05/26/98--01118--018  
\*\*\*122.50 \*\*\*122.50


Filing Department:

Enclosed and filed herewith are the original and one copy of the Articles of Incorporation for the above-captioned company.

Also, enclosed is our check in the amount of \$122.50 as the required fee for filing, designation of registered agent and certification.

Very truly yours,

W. RODGERS MOORE, P.A.

  
Allison Edwards, law clerk

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 26 PM 12:10

Enclosures

D. BROWN MAY 29 1998

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 26 PM 12:10

**ARTICLES OF INCORPORATION**  
**OF**  
**116 DEERWOOD CORP.**

**ARTICLE I**  
**NAME**

The name of this corporation is: 116 Deerwood Corp.

The principal address is: 4800 North Federal Highway, Suite 210-A, Boca Raton, Florida 33431.

**ARTICLE II**  
**PURPOSE**

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of common stock, par value shall be \$.001 per share.

The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of this corporation is 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is: W. Rodgers Moore. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Robert B. Lewis	7040 W. Palmetto Park Road 2-307
	Boca Raton, Florida 33433

**ARTICLE VII**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

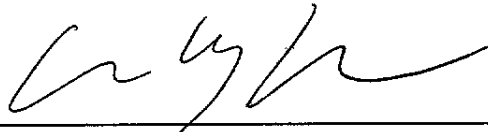
**ARTICLE VIII**  
**CLASS VOTE**

Any merger, reorganization, consolidation, recapitalization or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

**ARTICLE IX  
INCORPORATOR**

The name and street address of the person signing these Articles is W. Rodgers Moore, 4800 North Federal Highway, Suite 210-A, Boca Raton, FL 33431.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation as of this 20 day of May, 1998.

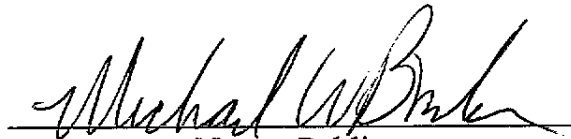
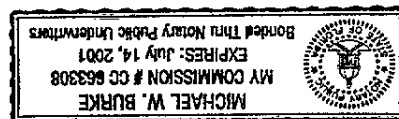


\_\_\_\_\_  
Initial Subscriber and Incorporator  
W. Rodgers Moore

STATE OF FLORIDA

COUNTY OF PALM BEACH

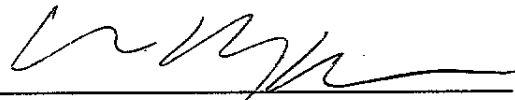
The foregoing instrument was acknowledged before me this 20 day of May, 1998, by W. Rodgers Moore, who is personally known to me.

  
\_\_\_\_\_  
Notary Public

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 26 PM 12:10

### Acceptance of Registered Agent

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 of the Florida Statutes.

  
\_\_\_\_\_  
Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of May, 1998, by W. Rodgers Moore who is personally known to me.

  
\_\_\_\_\_  
NOTARY PUBLIC

