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PLEASE REPLY TO:

FILE NO.: Boca Raton

P98000093515

October 29, 1998

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

100002678201-0
-11/02/98--01116--017-0

122.50 **78.75

Re: Articles of Incorporation
Dugent Corporation

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation and a check in the amount of \$122.50 representing the filing fees. Please forward evidence of filing to the undersigned at your earliest convenience.

Sincerely,

William S. Kramer

WSK/smb
Enclosures

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FILED

asc
11/14

ARTICLES OF INCORPORATION
OF
DUGENT CORPORATION

ARTICLE I
NAME

The name of the corporation is:

DUGENT CORPORATION

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting
any and all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000)
shares of \$1.00 par value common stock. The shares shall not be
divided into classes, nor may this corporation issue preferred
stock without an amendment to its Articles of Incorporation.

ARTICLE V
PRINCIPAL OFFICE

The principal office or mailing address of this corporation is

14411 Commerce Way, Suite 420
Miami Lakes, FL 33016

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is c/o Walter Weidenbaum, 14411 Commerce Way, Suite 420 Miami Lakes, FL 33016, and the name of the initial registered agent of this corporation at that office is Walter Weidenbaum.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Walter Weidenbaum
14411 Commerce Way, Suite 420
Miami Lakes, FL 33016

Travis Allen
14411 Commerce Way, Suite 420
Miami Lakes, FL 33016

Steve Rottenberg
14411 Commerce Way, Suite 420
Miami Lakes, FL 33016

ARTICLE VIII
INCORPORATORS

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

Walter Weidenbaum
14411 Commerce Way, Suite 420
Miami Lakes, FL 33016

ARTICLE IX

POWERS

This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XI

ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XII

INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity

and as to action in another capacity while holder of such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII

BYLAWS

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIV

PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of October, 1998.


WALTER WEIDENBAUM

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED: ---

FIRST--THAT DUGENT CORPORATION

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF MIAMI
LAKES, STATE OF FLORIDA, HAS NAMED WALTER WEIDENBAUM LOCATED AT
14411 COMMERCE WAY, SUITE 420, MIAMI LAKES, FL 33016, CITY OF
MIAMI LAKES, STATE OF FLORIDA, AS ITS REGISTERED AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: _____

Walter Weidenbaum
WALTER WEIDENBAUM

TITLE: _____

PRESIDENT

DATE: _____

10-28-98

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA