

TRANSMITTAL LETTER

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

100002692851--4  
-11/20/98--01067--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** BROWN INVESTMENTS, INC.  
(Proposed corporate name - must include suffix)

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

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** LORETTA J. MCGHEE  
Name (Printed or typed)

274 N.W. 46th Street  
Address

BOCA RATON, FL 33431  
City, State & Zip

561-278-5898  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 NOV 20 AM 11:55

FILED

**NOTE:** Please provide the original and one copy of the articles.

NOV 24 1998  
[Handwritten initials]

ARTICLES OF INCORPORATION  
OF  
BROWN INVESTMENTS, INC.

FILED  
98 NOV 20 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, having executed the following document as Incorporators of the above named Corporation, a Corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as Incorporators, and those of the Corporation, are to be determined in accordance with the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be **BROWN INVESTMENTS, INC.** and its principal place of business will be:

**170 N. E. 2nd Avenue  
Delray Beach, FL 33444-3704**

ARTICLE II - DURATION

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - SHARES AND STOCKS

The initial authorized shares of stock for the Corporation shall be 100 with no par value.

**STATED CAPITAL:** The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

**DIVIDEND:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of

Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

NO CLASSES OF STOCK: The shares of the Corporation are not to be divided into classes.

NO SHARE IN SERIES: The Corporation is not authorized to issue shares in series.

ARTICLE V - INITIAL RESIDENT AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office and the name of the initial registered agent of the Corporation shall be:

Loretta J. McGhee, Registered Agent  
170 N. E. 2nd Avenue  
Delray Beach, Florida 33431

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 2 persons whose names and addresses are:

NAME	ADDRESS
LORETTA J. MCGHEE, President	274 N.W. 46th Street Boca Raton, FL 33431
ANGELETA E. GRAY, Secretary, Treasurer	696 Udell Lane Delray Beach, FL 33445

ARTICLE VII - INCORPORATORS

The name and address of the Incorporators executing these Articles of Incorporation are:

NAME	ADDRESS
LORETTA J. MCGHEE	274 N.W. 46th Street Boca Raton, FL 33431
ANGELETA E. GRAY	696 Udell Lane Delray Beach, FL 33445

ARTICLE VII - MAJORITY

Two-thirds (2/3) of the stockholders of the Corporation shall be required for any stockholder action.

ARTICLE IX - CHANGES

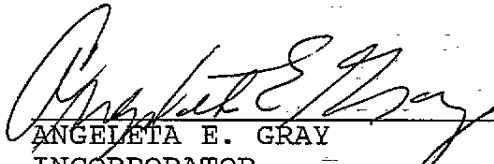
The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ARTICLE X - CUMULATIVE VOTING

The shareholders of the Corporation shall be allowed to vote their shares so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said Corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 18<sup>th</sup> day of November, 1998.

  
LORETTA J. MCGHEE  
INCORPORATOR

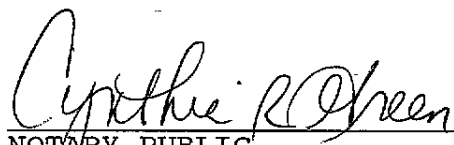
  
ANGELETA E. GRAY  
INCORPORATOR

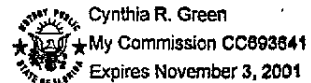
STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared LORETTA J. MCGHEE, and ANGELETA E. GRAY, who produced Florida driver licenses as identification and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they 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 18<sup>th</sup> day of November, 1998.

MY COMMISSION EXPIRES:

  
NOTARY PUBLIC  
STATE OF FLORIDA

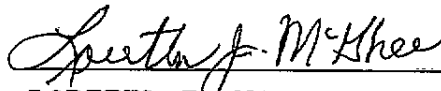


DESIGNATED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That BROWN INVESTMENTS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Delray Beach, County of Palm Beach, and State of Florida has named Loretta J. McGhee located at 170 N. E. 2nd Avenue, Delray Beach, FL, 33444-3704 as its Registered Agent to accept service of process within this State and perform any other duties so required by law.

ACKNOWLEDGEMENT: LORETTA J. MCGHEE having been named as the Registered Agent for BROWN INVESTMENTS, INC. at the place designated in this Certificate, I hereby agree to Act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
LORETTA J. MCGHEE

98 NOV 20 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED