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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: GRIMES, GOEBEL, GRIMES & HAWKINS, P.A.  
CONTACT: JACK M MAAG  
PHONE: (941)748-0151

ACCT#: 072460000742

FAX #: (941)748-0158

NAME: *of Fort Lauderdale, Inc.*  
FAY, INC.

AUDIT NUMBER.....H98000023644

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 18, 1998

GRIMES, GOEBEL, GRIMES

SUBJECT: FAY, INC.  
REF: W98000028345

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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Neysa Culligan  
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ARTICLES OF INCORPORATION

OF

FAY OF FORT LAUDERDALE, INC.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DEC 21 AM 10:56

The undersigned Incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation shall be FAY OF FORT LAUDERDALE, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 551 East Sample Road, Pompano Beach, Florida 33064.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the Corporation is to engage in any lawful act and activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000, with a par value of \$.10 per share.

ARTICLE V. TERMS OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial Registered Agent is William S. Galvano, at 1023 Manatee Avenue West, Bradenton, Florida 34205.

William S. Galvano, Esquire/FL Bar#966487  
Grimes Goebel Grimes Hawkins & Gladfelter, P.A.  
1023 Manatee Avenue West, Bradenton, Florida 34205  
941-748-0151 Fax 941-748-0158

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ARTICLE VII. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is William S. Galvano, at 1023 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial Director of this Corporation and their street address is:

Fay Galvano

6000 Northeast 22nd Way  
Fort Lauderdale, Florida 33308

ARTICLE IV. AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

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GRIMES, GOEBEL, ETAL

NO. 3830 P. 5

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IN WITNESS WHEREOF, I, the undersigned Incorporator, for purposes of forming a Corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for purposes therein set forth.

  
William S. Galvano, Incorporator

STATE OF FLORIDA     )  
COUNTY OF MANATEE )

The foregoing instrument was acknowledged before me this 18th day of December, 1998, by William S. Galvano, as Incorporator, who is personally known to me.

  
NOTARY PUBLIC

My Commission Expires:



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GRIMES, GOEBEL, ETAL

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### ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
\_\_\_\_\_  
William S. Galvano, Registered Agent

DATED this the 18th day of December, 1998.

U:\Jack\Fay, Inc. Articles of Incorporation\jimm\December 18, 1998 (10:16AM)

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98 DEC 21 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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