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ACCOUNT NO. : 072100000032

REFERENCE: 097332 4381472

AUTHORIZATION :

COST LIMIT: \$ 87.50 alu

ORDER DATE: January 12, 1999

ORDER TIME : 8:48 AM

ORDER NO. : 097332-005

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CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant

BROAD AND CASSEL BROAD AND CASSEL

Suite 1100

390 North Orange Avenue

Orlando, FL 32801

RECEIVED
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DOMESTIC FILING

LCA LIMITED PARTNER, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

113/99

99 JAN 13 PM 4:

SECRETARY OF STATE NVISION OF CORPORATION

ARTICLES OF INCORPORATION

SECRETARY OF STATE OF CORPORATIONS
99 JAN 13 PM 5: 29

OF

LCA LIMITED PARTNER, INC.

ARTICLE I - NAME

The name of this corporation is LCA LIMITED PARTNER, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 3300 South Hiawassee Road, Suite 107, Orlando, Florida 32835. The initial mailing address of the corporation is Post Office Box 4961, Orlando, Florida 32802-4961.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 voting shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

B&C Corporate Services Central Florida, Inc. 390 North Orange Avenue Suite 1100 Orlando, Florida 32801

ARTICLE VI – MANAGEMENT

The Corporation shall not have a board of directors. The business and affairs of the Corporation shall be managed and regulated by the Corporation's shareholders.

ARTICLE VII - INDEMNIFICATION

Each shareholder (in his or her management capacity) and officer, in consideration of his service, shall be indemnified, whether then in office or not, for any claims, liabilities, costs or expenses, including but not limited to the reasonable costs and expenses incurred by him/her in connection with the defense of, or for advise concerning any claim asserted or proceeding brought against him/her by reason of his/her being or having been an officer of the corporation or shareholder of the corporation who exercised management authority, whether or not wholly owned or by reason of any act or omission to act as such shareholder or officer. The foregoing right of indemnification shall not be exclusive of any other rights to which any shareholder or officer may be entitled as a matter of law. Shareholders acting in their management capacity shall be entitled to any right of indemnification available to directors as a matter of law.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this day of January, 1999.

B&C Corporate Services of Central Florida, Inc.

Douglas E. Starcher, Vice President

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, <u>Florida Statutes</u>, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1. The name of the corporation is LCA LIMITED PARTNER, INC.
- 2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC. 390 North Orange Avenue, Suite 1100 Orlando, Florida 32801

LCA LIMITED PARTNER, INC.

By: B&C Corporate Services of Central Florida, Inc.

By: Douglas E. Starcher, Vice President

Title: Incorporator

Dated this 11th day of January, 1999.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C Corporate Services of Central Florida, Inc.

By: Douglas E. Starcher, Vice President

Dated this 11th day of January, 1999.

SECRETARY OF STATE OF CORPORATIONS