

099000011836



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 125417 6099A

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 78.75

ORDER DATE : February 5, 1999

ORDER TIME : 1:44 PM

ORDER NO. : 125417-005

CUSTOMER NO: 6099A

CUSTOMER: Mr. Michael J. Sabatello  
MOYLE FLANIGAN KATZ FITZGERALD  
MOYLE FLANIGAN KATZ FITZGERALD  
P. O. Box 3888

West Palm Beach, FL 33402

DOMESTIC FILING

NAME: I & A MANAGEMENT, INC.

200002766572--6

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED

XX 06  
99 FEB -5 PM 5:13

STATE  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -5 PM 5:13

g 2/5/99

**ARTICLES OF INCORPORATION**  
**OF**

**I & A MANAGEMENT, INC.**

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DIVISION OF CORPORATIONS  
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The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

**ARTICLE I**

Name of Corporation

The name of this Corporation shall be I & A MANAGEMENT, INC. (the "Corporation").

**ARTICLE II**

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 515 North Flagler Drive, Suite 900, West Palm Beach, Florida, 33401.

**ARTICLE III**

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

#### ARTICLE IV

##### Capital Stock

This Corporation is authorized to issue Two Thousand (2,000) shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE V

##### Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

##### Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

#### ARTICLE VII

##### Initial Registered Office and Agent

The street address of the initial registered office and registered agent is 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida, 33401, and the name of the initial registered agent of this Corporation at that address is Michael J. Sabatello, Esquire.

## ARTICLE VIII

### Initial Board of Directors

This Corporation shall have three (3) directors initially. The number of directors may be increased 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 as follows:

<u>Judith Axenfeld</u>	, Director	<u>272 Isle Way</u> <u>Palm Beach Gardens FL 33418</u>
<u>Helen Israel</u>	, Director	<u>51 Somerset Lane</u> <u>Palm Beach Gardens FL 33418</u>
<u>Myles Israel</u>	, Director	<u>51 Somerset Lane</u> <u>Palm Beach Gardens FL 33418</u>

## ARTICLE IX

### Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

## ARTICLE X

### Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

## ARTICLE XI

### Incorporator

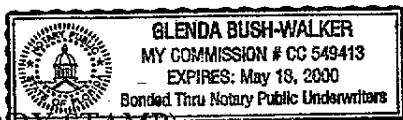
The name and address of the person signing these Articles as Incorporator is as follows:  
Michael J. Sabatello, IV, Esquire, 625 North Flagler Drive, 9th Floor, West Palm Beach, FL 33401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of February, 1999.

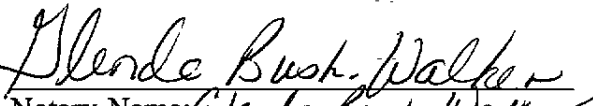
  
\_\_\_\_\_  
Michael J. Sabatello, IV, Esquire  
As Incorporator

STATE OF FLORIDA     )  
COUNTY OF PALM BEACH     )

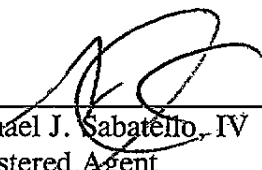
The foregoing instrument was acknowledged before me this 4 day of February, 1999, by Michael J. Sabatello, IV, Esquire, as Incorporator of I & A MANAGEMENT, INC., on behalf of the Corporation, and he is personally known to me or has produced \_\_\_\_\_ as identification.



(NOTARY STAMP)

  
\_\_\_\_\_  
Notary Name: Glenda Bush-Walker  
Notary Public  
Serial (Commission) Number \_\_\_\_\_  
(if any) \_\_\_\_\_

I am familiar with the obligations of a Registered Agent and hereby accept appointment as Registered Agent of I & A MANAGEMENT, INC. as provided in Article VII of the Articles of Incorporation of said Corporation.

  
\_\_\_\_\_  
Michael J. Sabatello, IV  
Registered Agent

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