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LAW OFFICES

STEPHENS, LYNN, KLEIN & MCNICHOLAS

PROFESSIONAL ASSOCIATION

NORTHBRIDGE CENTRE • SUITE 1600

515 NORTH FLAGLER DRIVE

WEST PALM BEACH, FLORIDA 33401

TELEPHONE (407) 655-1500

TELECOPIER (407) 659-2093

FLORIDA WATS (800) 329-1501

MIAMI OFFICE

(305) 670-3700 FL WATS (800) 329-2911

FORT LAUDERDALE OFFICE

(305) 462-4602 FL WATS (800) 329-4602

TAMPA OFFICE

(813) 876-8600 FL WATS (800) 329-8600

March 4, 1999

Via Federal Express

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

FILED  
99 MAR -5 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: JOEL A. ARMSTRONG & ASSOCIATES, INC.

Gentlemen:

Please file the enclosed Articles of Incorporation for the above-named corporation, and return a certified copy to the undersigned.

I have enclosed my firm's check in the amount of \$78.75 representing your filing fee, the registered agent fee, and the fee for providing a certified copy.

Should you have any questions regarding the enclosures, please do not hesitate to contact me.

Very truly yours,

*Kathy Pelly*  
Kathy Pelly  
Legal Assistant

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

/kp  
Enclosures

cc: Gary R. Shendell, Esq.

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**ARTICLES OF INCORPORATION**

**OF**

**JOEL A. ARMSTRONG & ASSOCIATES, INC.**

**FILED**  
99 MAR -5 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation act, does hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is **JOEL A. ARMSTRONG & ASSOCIATES, INC.** The principal office of the Corporation is 1626 East Las Olas Boulevard, Fort Lauderdale, FL 33301.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. This corporation is organized for the general purpose of engaging in and transacting any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article 4. Shares. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 par value per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 515 North Flagler Drive, Suite 1600, West Palm Beach, FL 33401, and the name of its initial Registered Agent at that address is Gary R. Shendell, Esq.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the sole initial Director of the Corporation is: Joel A. Armstrong, 1626 East Las Olas Boulevard, Fort Lauderdale, FL 33301.

Article 7. Incorporators. The name and address of the Incorporator is as follows:

Gary R. Shendell, Esq. 515 North Flagler Drive  
Suite 1600  
West Palm Beach, FL 33401

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 14th day of March, 1999.

By: 

Gary R. Shendell

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at for the above stated corporation at the place designated in these Articles of Incorporation, 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.

By: 

Gary R. Shendell

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