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CONTACT: DATE: REF. #: CORP. NAME:	NDY HICKS 3-18-99 0171. 6055 aurence Bisho	Fra, Inc.
) ARTICLES OF INCORPORATION () ANNUAL REPORT () CERT. OF AUTHORITY () REINSTATEMENT () CERTIFICATE OF CANCELLATION () OTHER:	() ARTICLES OF AMENDMENT () TRADEMARK/SERVICE MARK () LIMITED PARTNERSHIP () MERGER N () UCC-1	() ARTICLES OF DISSOLUTION () FICTITIOUS NAME () LIMITED LIABILITY () WITHDRAWAL () UCC-3
STATE FEES PREPAID WITH AUTHORIZATION FOR ACCO	CHECK# <u>5/2/</u> FOR \$_ DUNT IF TO BE DEBITED: COST LIMIT: \$	78.75
PLEASE RETURN: (A) CERTIFIED COPY	() CERTIFICATE OF STATE	rus () Plain Stamped Copy 300028102835 -03/18/9901036021 *****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

OF

FILED

MAR 18 PH 1: 14

LAURENCE BISHOFF & CO., INC.

EFFECTIVE DATE

3-17-99

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Laurence Bishoff & Co., Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 100 S. Interlachen Avenue, Apt. 101, Winter Park, Florida 32789, which shall also be the mailing address of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The Board of Directors may from time to time move the registered office to any other address in Florida. The

' name of the initial registered agent of this Corporation at that address is Alan H. Daniels. The Board of Directors may from time to time designate a new registered agent.

<u>ARTICLE V - INCORPORATOR</u>

The name and address of the incorporator of this Corporation are:

Name

<u>Address</u>

Alan H. Daniels

800 North Magnolia Avenue, Suite 1500 Orlando, Florida 32803

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, are:

Name

Address

Laurence H. Bishoff

100 South Interlachen Avenue, Apt. 101 Winter Park, Florida 32789

<u>ARTICLE VII - PURPOSE</u>

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 17th day of March, 1999.

Alan H. Daniels

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature:

Alan H. Daniels

Date: March 17, 1999

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