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MYRON SHAPIRO \* JEFFREY B. SHAPIRO \* MICHAEL D. LOZOFF ALFREDO J. MARQUEZ-STERLING DAVID M. KRAUSE\*\* JEFFREY M. BELL BRUCE M. BOIKO BARTLEY C. MILLER DANIEL L. KOCH FELICIA M. GORDON KENN W. GOFF

BRIAN KEITH McDUFFIE KENNETH D. BAXTER MICHAEL D. BON RONALD O. ARMBRUST JOHN F. WALSH JESSICA L. GUERNSEY

\* ALSO ADMITTED IN NEW YORK \*\* ALSO ADMITTED IN COLORADO

## VIA FEDERAL EXPRESS

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March 19, 1999

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> OF COUNSEL DAVID 1. WEISS

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# **RE: INCORPORATION OF E. JAMES, INCORPORATED**

Gentlemen:

I am enclosing herewith two (2) original Articles of Incorporation for E. James, Incorporated together with my firm's check in the amount \$78.75 made payable to the Florida Department of State.

Please have this corporation filed as a new Florida for profit corporation. I am also enclosing herewith a self-addressed stamped envelope and would ask that you return my stamped copy to me once the corporation is filed.

Should you have any questions or problems, please do not hesitate to contact me.

Very truly yours, Kenneth D. Baxter



KDB/lal

Enclosure(s)

TAMPA OFFICE BARR, MUGMANA, TONELLI, HERZFELD & RUBIN 201 EAST KENNEDY BLVD., SUITE 1750 & 2000 TAMPA, FLORIDA 33602 (813) 223-3351 WINTER PARK OFFICE DeCICCIO, JOHNSON, HERZFELD & RUBIN 652 WEST MORSE BLVO. WINTER PARK, FLORIDA 32789 (407) 740-4111 JACKSONVILLE OFFICES. REGISTER BULLOCK, CHILDS, PENDLEY, REED, HERZFELD & RUBIN 233 EAST BAY STREET, SUITE 711 JACKSONVILLE, FLORIDA 32202 (904)354-0285

MAR 2 4 1999 WEST PALM BEACH OFFICE KOEPPEL, GOTTLIEB, MESCHES, HERZFELD & RUBIN 222 LAKEVIEW AVENUE, SUITE 280 WEST PALM BEACH, FL 33401 (561) 553-4020

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SECRETARY OF STATE TALLAHASSEE. FLORIDA

## ARTICLES OF INCORPORATION OF

#### E. JAMES INCORPORATED

## ARTICLE I

The name of the corporation is E. JAMES INCORPORATED, having its principal office located at: 417 S. 2nd Street, Immokalee, Florida 33412.

## ARTICLE II

The corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

#### ARTICLE IV

There shall be no preemptive rights accruing to the shareholders.

#### ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

> REGISTERED AGENT: Edgerrin T. James 417 S. 2<sup>nd</sup> Street **REGISTERED OFFICE:** Immokalee, Florida 33412

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.

**REGISTERED AGENT: Edgerrin T. James** 

## ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is one.

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## EDGERRIN T. JAMES 417 S. 2ND STREET IMMOKALEE, FLORIDA 33412

## **ARTICLE VII**

SECRETARY OF STATE ALLAHASSEE, FLORIDA The name and address of the members of the initial Board of Directors is:

## **EDGERRIN T. JAMES** 417 S. 2<sup>ND</sup> STREET IMMOKALEE, FLORIDA 33412

### ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is:

EDGERRIN T. JAMES 417 S. 2<sup>ND</sup> STREET **IMMOKALEE, FLORIDA 33412** 

KENNETH D. BAXTER

MY COMMISSION # CC 715108 EXPIRES: March 29, 2002 Bonded Thru Notary Public Underwriters

STATE OF FLORIDA : COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared Edgerrin T. James, who [] as identification or who X is personally known and who stated presented that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS	my hand and	official se	al at Miani	Florida, this	18	_day of March
1999.	÷	Y	87			- ·····

Notary Public

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