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*E. Scott Golden*

ATTORNEY AND COUNSELOR AT LAW

644 SOUTHEAST 4TH AVENUE

FORT LAUDERDALE, FLORIDA 33301

FILE NUMBER

1403-7

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VIA FEDERAL EXPRESS

April 30, 1999

Corporate Records Bureau  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32396

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-05/04/99--01054--015

\*\*\*\*\*78.50 \*\*\*\*\*78.50

Re: Noya & Associates, Inc.

Dear Sir/Madam:

Enclosed are two original executed copies of Articles of Incorporation for the referenced corporation for filing with the Secretary of State on the date received.

Also enclosed is a check in the amount of \$78.75 to cover the filing fee and costs as follows:

|   |    |             |
|---|----|-------------|
| Filing Articles of Incorporation            | \$ | 70.00       |
| Certified copy of Articles of Incorporation |    | <u>8.75</u> |
| Total                                       | \$ | 78.75       |

Please forward one certified copy of the Articles of Incorporation to the undersigned at your earliest convenience.

Sincerely yours,

*E. Scott Golden*

E. SCOTT GOLDEN

ESG:gc

Enclosures

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FBI  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**NOYA & ASSOCIATES, INC.**

**ARTICLE I - NAME**

The name of this corporation is Noya & Associates, Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT AND  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial registered office of this corporation is 644 S. E. 4th Avenue, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this corporation at that address is E. SCOTT GOLDEN. The principal office and mailing address of the corporation is 2804 N. 46 Avenue, C-227, Hollywood, Florida 33021.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but never shall be less

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than one (1).

The name and address of the initial director of this corporation is:

Merceditas Noya, Ph. D.  
2804 N. 46 Avenue, C-227  
Hollywood, Florida 33021

#### **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is:

E. SCOTT GOLDEN  
644 Southeast 4 Avenue  
Fort Lauderdale, Florida 33301

#### **ARTICLE VIII - INDEMNIFICATION**

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

#### **ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

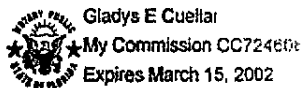
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of April, 1999.

  
\_\_\_\_\_  
E. SCOTT GOLDEN

STATE OF FLORIDA                     )  
  ) SS  
COUNTY OF BROWARD                )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared E. SCOTT GOLDEN, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 30 day of April, 1999.



Gladys E. Cuellar  
NOTARY PUBLIC

My commission expires:

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE AND NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

This Certificate is submitted pursuant to Section 48.091 and 607.0501, *Florida Statutes*, as follows:

Noya & Associates, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in its Articles of Incorporation, in the City of Fort Lauderdale, County of Broward, State of Florida, has named E. SCOTT GOLDEN, of 644 Southeast 4th Avenue, Fort Lauderdale, Florida 33301, as its agent to receive service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to receive Service of Process for the above named corporation at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act.

  
\_\_\_\_\_  
E. SCOTT GOLDEN

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