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JOEL M. COHEN, P.A.  
Attorney & Mediator

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June 21, 1999

Florida Secretary of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: SQUARE DEAL MEDIATION, INC.

100002914211--3  
-06/24/99--01059--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Ladies:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-referenced corporation, along with your filing fee of \$78.75. Please file the original, and return a time-stamped copy of the Articles to the undersigned.

If you need any additional information, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,

JOEL M. COHEN

JMC/dee  
enclosure

FILED  
99 JUN 24 AM 7:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SQUARE DEAL MEDIATION, INC.**

FILED  
99 JUN 24 AM 7:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation under the Florida General Corporation Act does hereby subscribe to these Articles.

**ARTICLE I**

The name of the corporation shall be SQUARE DEAL MEDIATION, INC..

**ARTICLE II**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

**ARTICLE III**

The maximum number of shares of stock that the corporation is authorized to have outside is One Hundred (100) shares of common stock, each with One Dollar (\$1.00) par value.

**ARTICLE IV**

Every stock holder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase pro rata shares thereof (as nearly may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE V**

The amount of capital with which the corporation will begin business is the sum of One Hundred Dollars (\$100.00).

## **ARTICLE VI**

This corporation shall have perpetual existence commencing on the date of the filing of the Article with the Secretary of State.

## **ARTICLE VII**

The initial principal address of the principal office of this corporation in the State of Florida shall be 238 East Intendencia Street, Pensacola, Florida 32501. The Board of Directors may move the principal office to any other address in Florida.

## **ARTICLE VIII**

The number of directors of this corporation shall not be less than one (1) nor more than three (3). The corporation shall begin business with one (1) director, and that number may be increased or decreased within the limitations set forth herein by the by-laws of the corporation.

## **ARTICLE IX**

The name and address of the first Board of Directors and respective offices held are as follows:

**JOEL M. COHEN, PRESIDENT, VICE PRESIDENT,  
TREASURER/ SECRETARY**

**ARTICLE X**

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

JOEL M. COHEN  
238 East Intendencia Street  
Pensacola, Florida 32501

**ARTICLE XI**

The name and address of the Resident Agent of this Corporation is as follows:

JOEL M. COHEN  
238 East Intendencia Street  
Pensacola, Florida 32501

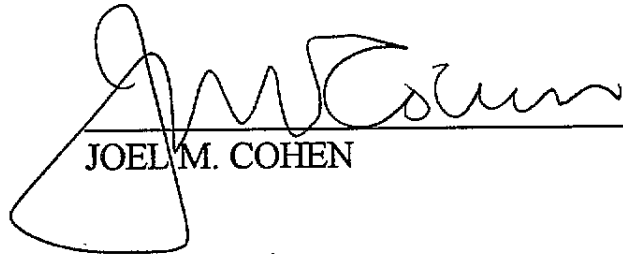
**ARTICLE XII**

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

**ARTICLE XIII**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, Joel M. Cohen, the undersigned incorporator has set his hand and seal on this 21 day of June, 1999.

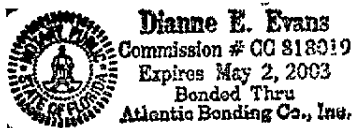
  
JOEL M. COHEN


STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, personally appeared JOEL M. COHEN, who is personally known to me, and is know to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed said Articles of Incorporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal on this 21<sup>st</sup> day of June, 1999.



  
DIANNE E. EVANS  
NOTARY PUBLIC-STATE OF FLORIDA  
My Commission Expires: 5/2/2003

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

99 JUN 24 AM 7:10  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SQUARE DEAL MEDIATION, INC.
2. The name and address of the registered agent and office is:

JOEL M. COHEN  
238 East Intendencia Street  
Pensacola, Florida 32501

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Dated this 21<sup>st</sup> day of June, 1999.

  
\_\_\_\_\_  
JOEL M. COHEN  
Registered Agent