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FRANKLIN & NICHOLLS, C.P.A.'S, L.L.C.  
CERTIFIED PUBLIC ACCOUNTANTS

3300 N. UNIVERSITY DRIVE, SUITE 604  
CORAL SPRINGS, FLORIDA 33065  
954 / 752-0082 Fax: 954 / 752-9163

ROBERT M. FRANKLIN, C.P.A., P.A.

GREGG E. NICHOLLS, C.P.A., P.A.

June 30, 1999

Secretary of State  
Department of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

800002923368--0  
-07/06/99--01042--015  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Salem Holding Company, Inc.


TO WHOM IT MAY CONCERN:

Attached please find the appropriate Articles of Incorporation for the above referenced new corporation, along with a check in the amount of \$87.50 for the filing fee and certificate of status.

Please send the completed paperwork back to me at the following address:

Franklin & Nicholls, CPA's, LLC  
3300 N. University Drive #604  
Coral Springs, FL 33065

Regards,

  
Gregg E. Nicholls, CPA  
GEN:mt

FILED  
99 JUL -6 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILED**  
99 JUL -6 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**SALEM HOLDING COMPANY, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the corporation is **SALEM HOLDING COMPANY, INC.**

**ARTICLE II - DURATION**

The corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue One thousand shares (1,000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The initial principal office and mailing address of the corporation is:

Salem Holding Company, Inc.  
3300 N. University Dr., #604  
Coral Springs, FL 33065

The name and street address of the Initial Registered Agent of this corporation is:

Gregg E. Nicholls, C.P.A.  
3300 N. University Dr., #604  
Coral Springs, FL 33065

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation shall be:

Gregg E. Nicholls  
3300 N. University Dr., #604  
Coral Springs, FL 33065

#### **ARTICLE VII - INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is as follows:


Gregg E. Nicholls  
3300 N. University Dr., #604  
Coral Springs, FL 33065

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
Gregg E. Nicholls

**REGISTERED AGENT ACCEPTANCE**

I hereby acknowledge that I am familiar with and accept the duties of Registered Agent for **SALEM HOLDING COMPANY, INC.**

  
Gregg E. Nicholls

**FILED**  
99 JUL -6 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**STATE OF FLORIDA  
COUNTY OF BROWARD**

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Gregg E. Nicholls

Personally known  
form of identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the forms of identification of the above named persons as indicated opposite each name, and that an oath was not taken.

Witness my hand and official seal of the County and State last aforesaid this

30 day of JUNE, 1999.

  
Notary signature

Reid M. Christensen  
Printed notary signature

