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CORPORATION	NAME(S) & DOCUMENT NUMBE	Office Use Only R(S), (if known):
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Walk in  Mail out  NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication	Pick up time Will wait  Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger	Certified Copy  Certificate of Status
Walk in  Mail out  NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication  Other	Pick up time  Will wait  Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  REGISTRATION/ QUALIFICATION	Certified Copy  Certificate of Status
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Walk in  Mail out  NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication  Other  OTHER FILINGS  Annual Report	Pick up time Will wait  Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  REGISTRATION/  QUALIFICATION  Foreign  Limited Partnership	Certified Copy  Certificate of Status
Walk in  Mail out  NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication  Other  OTHER FILINGS  Annual Report  Fictitious Name	Pick up time Will wait  Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  REGISTRATION/  QUALIFICATION  Foreign  Limited Partnership  Reinstatement	Certified Copy  Certificate of Status
Walk in  Mail out  NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication  Other  OTHER FILINGS  Annual Report  Fictitious Name	Pick up time Will wait  Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  REGISTRATION/  QUALIFICATION  Foreign  Limited Partnership	Certified Copy  Certificate of Status

CR2E031(1/95)

## ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

**NAME** 

The name of the corporation shall be:

WestCap Agra Industries, Inc.

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ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

200 South Biscayne Blvd. Suite 4550 Miami, FL\_33131\_\_

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares at \$1.00 par value

ARTICLE IV INITIAL

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Gordon P. Stula 808 Brickell Key Drive Suite 2908 Miami, FL 33131

## ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Gordon P. Stula 808 Brickell Key Drive Suite 2908 Miami, FL 33131

Gregory C. Stula 1200 Hardee Road Coral Gables, FL 33146

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 25<sup>th</sup> day of August, 1999.

(An additional article must be added if any effective date is requested.)

Signature

Signature

Signature

## Notarization is not required

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF TEHSTATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is WestCap Agra Industries, Inc.

1. The name and address of the registered agent and office is:

Gordon P. Stula

808 Brickell Key Drive

Suite 2908

Miami, FL 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

(SIGNATURE)

(DATE)