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TRANSMITTAL LETTER

FILED
99 SEP 24 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002996121-5
-09/24/99-01041-001
*****70.00 *****70.00

SUBJECT: Cook Johnson, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check for:

- | | | | |
|---|----------------------------------|-----------------------------------|--|
| <input checked="" type="checkbox"/> \$70.00 | <input type="checkbox"/> \$78.75 | <input type="checkbox"/> \$122.50 | <input type="checkbox"/> \$131.25 |
| Filing Fee | Filing Fee & Certificate | Filing Fee & Certified Copy | Filing Fee, Certified Copy & Certificate |

(Additional Copy Required)

FROM: Rex M. Johnson
160 N.W. 51st Street
Boca Raton, FL 33431

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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Cook Johnson, Inc.

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:

Cook Johnson, Inc.

ARTICLE II PRINCIPAL OFFICE

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

160 N.W. 51st Street
Boca Raton, FL 33431

ARTICLE III SHARES

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

1000 Shares @ \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Rex M. Johnson
160 N.W. 51st Street
Boca Raton, FL 33431

ARTICLE V INCORPORATOR(S)

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

Rex M. Johnson, P/D
9511 Fox Trot Lane
Boca Raton, FL 33496

Kevin C. Johnson, S/T/D
9511 Fox Trot Lane
Boca Raton, FL 33496

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 22nd day of September, 1999.

Signature Rex M. Johnson

Signature Kevin C. Johnson

Signature _____

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is:

Cook Johnson, Inc.

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

**Rex M. Johnson
160 N.W. 51st Street
Boca Raton, FL 33431**

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.

Rex M. Johnson
(SIGNATURE)

9-23-99
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314