

P99000105340

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000030929 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : CENTRES, INC.

Account Number : I19990000140

Phone : (305) 670-1997

Fax Number : (305) 670-4429

FLORIDA PROFIT CORPORATION OR P.A.

CENTRES JOHNSON GP, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC - 6 PM 1:21

B. McKnight DEC - 6 1999

Fax Audit Number: H99000030929 6

**ARTICLES OF INCORPORATION
OF
CENTRES JOHNSON GP, INC.**

ARTICLE I - NAME

The name of this corporation is CENTRES JOHNSON GP, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are

c/o Centres, Inc.
3315 North 124th Street, Suite E
Brookfield, Wisconsin 53005

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

This Instrument Prepared by:
Arnold D. Shevin, Esq.
Florida Bar No 0129474
Centres Inc.
Two Darran Center, Suite 1528
9130 South Dadeland Boulevard
Miami, Florida 33156

Fax Audit Number H99000030929 6

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC -6 PM 1:21

Fax Audit Number: H99000030929 6

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

Two Datan Center, Suite 1528
9130 South Dadeland Boulevard
Miami, Florida 33156

and the name and address of the initial registered agent of this corporation is:

Name

Address

Arnold D. Shevin

Two Datan Center, Suite 1528
9130 South Dadeland Boulevard
Miami, Florida 33156

ARTICLE VI - COMMENCEMENT

This corporation shall commence at the time of the filing of these Articles of Incorporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

Name

Address

Kenneth B. Karl

Two Datan Center, Suite 1528
9130 South Dadeland Boulevard
Miami, Florida 33156

Fax Audit Number: H99000030929 6

ARTICLE VIII - INCORPORATOR

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

Name

Address

Arnold D. Shevin

Two Dairan Center, Suite 1528
9130 South Dadeland Boulevard
Miami, Florida 33156

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC -6 PM 1:21

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-Laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - 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 has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 30 day of December, 1999.



Arnold D. Shevin, Incorporator
and Registered Agent