08/14/00 WED 14:25 PAX 861 455 5077 GUNSTER YOAKLEY VALDES F FLORIDA DIVISION OF CO **ITON** 8/14/96 PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHBET (((1196000011324))) FROM: GUNSTER, YOAKLEY, ETAL. (WEST PALM TO: DIVISION OF CORPORATIONS B 777 S FLAGLER DR DEPARTMENT OF STATE PHILLIPS POINT SUITE 500E STATE OF FLORIDA WEST PALM BEACH FL 33401-6194 **409 BAST GAINES STREET** CONTACT: MARY BLACKFORD CHERRY TALLAHASSEE, FL 32399 PHONE: (407) 650-0728 PAX: (904) 922-4000 FAX: (407) 655-5677 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. ((()+96000011324))) NAME: EKT, INC. CURRENT STATUS: REQUESTED PAX AUDIT NUMBER: H96000011324 TIME REQUESTED: 13:57:03 DATE REQUESTED: 08/14/1996 **CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 1** METHOD OF DELIVERY: FAX NUMBER OF PAGES: 5 ACCOUNT NUMBER: 076117000420 ESTIMATED CHARGE: \$122.50 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000011324))) \*\* ENTER 'M' FOR MENU. \*\* ENTER SELECTION AND <CR>:

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# ARTICLES OF INCORPORATION

OF

## EKT, INC.

Article I

## Name

The name of the corporation is EKT, INC.

Article IJ

Duration

The corporation shall have a perpetual existence.

Article III

## Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

## Article IV

## Address

The principal place of business of this corporation shall be:

415 Lafayette Street, Suite 300 New Orleans, Louisiana 70130

The mailing address of this corporation shall be:

415 Lafayette Street, Suite 300 New Orleans, Louisiana 70130

Stephen G. Vogelsang, Esq. ( FL Bar No. 0614424) Gunster, Yoakley, Valdes-Fauli & Stewart, P.A. 777 S. Flagler Drive, Suite 500 East West Palm Beach, FL 33401 (561) 655-1980

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# Article V

# Capital Stock

The corporation is authorized to issue one thousand (1,000) shares of one cent (\$.01) par value per share common stock.

### Article V1

#### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 777 S. Flagler Drive, Suite 500 East, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is Valdes-Fauli Corporate Services, Inc. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

### Article VII

#### Initial Board of Directors

The corporation shall have three (3) directors initially. The number of directors may be cither increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are listed below:

Frank Friedler, III	415 Lafayette Street, Suite 300 New Orleans, Louisiana 70130
Milton Trost Friedler	415 Lafayette Street, Suite 300 New Orleans, Louisiana 70130
Carolyn Henley Friedler	415 Lafayette Street, Suite 300 New Orleans, Louisiana 70130

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# Article VIII

#### Incorporator

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

Stephen G. Vogelsang

777 S. Flagler Drive Suite 500 East West Palm Beach, Florida 33401

Article IX

#### Powers.

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

## Article X

#### Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any

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other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

#### Article XI

#### Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

#### Article XII

#### **Bylaws**

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Cl. Stephen G.-Vogelsang

Incorporator

DATED: August [4, 1996

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for EKT, INC., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED/AGENT: Valdes-Fauli Corporate Services, Inc.

ut Alsear By:

Vice President Kenneth S. Beall, Jr.,

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