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7600018098

ACCOUNT NO. : 072100000032

REFERENCE : 861048 4303929

AUTHORIZATION :

Patricia P. Pitt

COST LIMIT : \$ 122.50

ORDER DATE : February 27, 1996

ORDER TIME : 9:53 AM

ORDER NO. : 861048

CUSTOMER NO: 4303929

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAUB & HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: DAYCO OF SOUTH FLORIDA CORP.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

T. BROWN—FEB 28 1996

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Mitsabeth C. Calvin, L.A.
305-789-5449

February 26, 1996

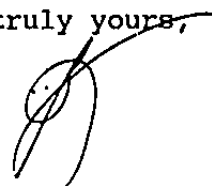
Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: DAYCO OF SOUTH FLORIDA CORP.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



**ARTICLES OF INCORPORATION
OF
DAYCO OF SOUTH FLORIDA CORP.**

FILED
96 FEB 27 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is DAYCO OF SOUTH FLORIDA CORP., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o: Gregory R. Francuz, 848 Brickell Avenue, Suite 810, Miami, FL 33131.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 848 Brickell Avenue, Suite 810, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **GREGORY R. FRANCUZ**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

FRANCO D'AGOSTINO
848 Brickell Avenue - #810
Miami, FL 33131

ARTICLE VII

The name of the Incorporator is GREGORY R. FRANCUZ and the address of the Incorporator is 848 Brickell Avenue, #810, Miami, FL 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23 day of February, 1996.



GREGORY R. FRANCUZ, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of DAYCO OF SOUTH FLORIDA CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



GREGORY R. FRANCUZ, Registered Agent

Dated: February 23, 1996.