

1201 HAYES STREET  
MIAMI, FL 33131-3238  
001-344-8006  
P96000047680



PRESTICE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 976607 4303929

AUTHORIZATION :

COST LIMIT : \$ 70.

*Patricia Piguet*

ORDER DATE : June 5, 1996

ORDER TIME : 10:15 AM

ORDER NO. : 976607

CUSTOMER NO: 4303929

CUSTOMER: Pedro A. Martin, Esq  
GREENBERG TRAURIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

SECTION 105.20.005

DOMESTIC FILING

NAME: DANPORT INVESTMENTS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

RECEIVED  
96 JUN -5 AM 11:33  
DIVISION OF CORPORATION

*9/15/96*

Pedro A. Martin, Esquire  
Florida Bar No. 201637  
Greenberg Traurig  
1221 Brickell Avenue  
Miami, Florida 33131  
(305) 579-0545

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS

96 JUN -5 PM 1:22

**ARTICLES OF INCORPORATION**  
**OF**  
**DANPORT INVESTMENTS, INC.**

**ARTICLE I**  
**NAME**

The name of this Corporation is **DANPORT INVESTMENTS, INC.** and its mailing address is c/o Pedro A. Martin, Esquire, Greenberg Traurig, 1221 Brickell Avenue, Miami, Florida 33131.

**ARTICLE II**  
**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

This Corporation is authorized to issue 10,000.00 shares of \$.01 par value common stock, which shall be designated "Common Shares."

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation is c/o Greenberg, Traurig Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida 33133 and the name of the initial registered agent of this Corporation is Pedro A. Martin, Esquire.

**ARTICLE VI  
INITIAL DIRECTORS**

The Corporation shall initially have two directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Allan Kolsky	7491 W. Oakland Blvd., 3rd Floor, Suite 306 Ft. Lauderdale, Florida 33319
Debra Sinkle	Same As Above

**ARTICLE VII  
DIRECTOR QUORUM AND VOTING**

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

**ARTICLE VIII**  
**VOTING REQUIREMENTS FOR SHAREHOLDERS**

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

**ARTICLE IX**  
**CLASSES OF DIRECTORS**

The By-Laws of this Corporation may provide that the directors be divided into not more than four classes, as nearly equal in number as possible, whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than four years and provided further that at least one-fifth in number of the directors shall be elected annually.

**ARTICLE X**  
**AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

**ARTICLE XI**  
**POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

**ARTICLE XII**  
**DIVIDENDS**

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

**ARTICLE XIII**  
**INDEMNIFICATION**

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the fullest extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

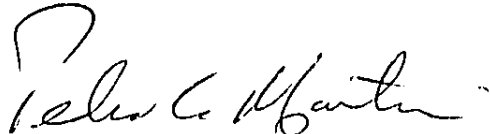
**ARTICLE XIV**  
**INCORPORATOR**

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

Pedro A. Martin, Esquire

Greenberg, Traurig, Hoffman,  
Lipoff, Rosen & Quentel, P.A.  
1221 Brickell Avenue  
Miami, Florida, 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4<sup>th</sup> day of June, 1996.



Pedro A. Martin, Esquire

**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF DADE

) On this the 4th day of June, 1996, before me, the  
) undersigned Notary Public of the State of Florida,  
) personally appeared Pedro A. Martin, Esquire, and  
whose name is subscribed to the within instrument, and

NOTARY PUBLIC  
SEAL OF OFFICE:

he acknowledges that he executed it.

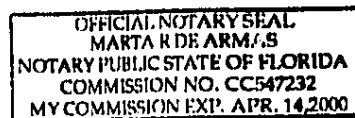
WITNESS my hand and official seal.

Marta R. De Armas  
NOTARY PUBLIC, STATE OF FLORIDA  
Marta R. De Armas  
Print or Type Name of Notary Public

My Commission Expires:

☒ Personally known to me, or  
☐ Produced identification: Drivers' License

☐ DID take an oath, or ☐ DID NOT take an oath.



**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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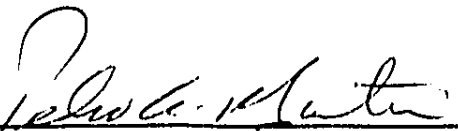
**W I T N E S S E T H**

That DANPORT INVESTMENTS, INC. desiring to organize under the laws of the State of Florida, has named Pedro A. Martin, Esquire, Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida 33131, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 4<sup>th</sup> day of June, 1996.

  
Pedro A. Martin, Esquire  
Registered Agent