

K05277

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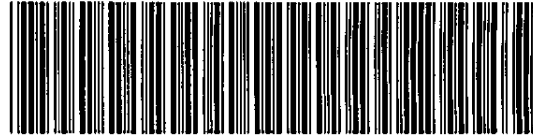
(Business Entity Name)

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December 17, 2013

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

NAME OF CORPORATION: **PANOFF PUBLISHING, INC.**

DOCUMENT NUMBER: **K05277**

The enclosed Restated Articles of Incorporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Buddy J. Levy  
Buddy J. Levy, P.A.  
6261 NW 6<sup>th</sup> Way, Suite 100  
Ft. Lauderdale, FL 33309  
[blevy@lawlevy.com](mailto:blevy@lawlevy.com)

For further information concerning this matter, please call:

Buddy J. Levy      813-731-7310

Enclosed are: 1) one original and one copy of the Restated Articles of Incorporation

2) a check in the amount of \$52.50 payable to the Florida Department of State for the filing fee, Certificate of Status and a Certified Copy.

Thank you for your assistance.

# RESTATED ARTICLES OF INCORPORATION

OF

## PANOFF PUBLISHING, INC.

We, the undersigned natural persons comprising the Board of Directors pursuant to a duly called meeting held on the 9<sup>th</sup> day of December, 2013, approved and adopted and do hereby approve and adopt the following Restated Articles of Incorporation for such corporation:

### ARTICLE ONE

The name of the Corporation is **Panoff Publishing, Inc.**

### ARTICLE TWO

The period of duration is perpetual.

### ARTICLE THREE

The purpose or purposes for which the Corporation is organized are:

- (a) To act as a holding and management company for the PPI Group and affiliates.
- (b) To do everything necessary, reasonable, proper, advisable and/or convenient for the accomplishment or furtherance of such purposes.
- (c) To be, or to include, the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

### ARTICLE FOUR

The aggregate number of shares of common stock which the Corporation shall have the authority to issue is One Hundred Thousand (100,000) shares at no par value.

Holders of shares of said common stock from original issue shall be entitled to pre-emptive rights to acquire unissued or treasury shares of any class of stock of the Corporation which may at any time be authorized or held, and all unissued and treasury shares may be offered and sold in accordance with the resolution of the Board of Directors only after first offering the same to any of the then existing shareholders.

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The shareholders of the Corporation shall be entitled to one (1) vote for each share of stock owned to the election of each individual nominee for director and on all other matters voted on at any stockholders' meeting and shall not be entitled to cumulate such voting rights on the election of directors.

#### **ARTICLE FIVE**

The principal office of the corporation is 6261 NW 6<sup>th</sup> Way, Suite 100, Fort Lauderdale, FL 33309.

#### **ARTICLE SIX**

The post office address of the Corporation's initial registered office is 6261 NW 6<sup>th</sup> Way, Suite 100, Fort Lauderdale, FL 33309 and the name of its registered agent at such address is Buddy J. Levy


#### **ARTICLE SEVEN**

The number of Directors of the Corporation may be fixed by the Bylaws.

#### **ARTICLE EIGHT**

The Board of Directors is expressly authorized to make, alter, or amend the Bylaws of this Corporation or to adopt new Bylaws.

**IN WITNESS WHEREOF**, we have hereunto set our hands this the 17th day of December, 2013.

  
\_\_\_\_\_  
William Panoff

  
\_\_\_\_\_  
Audrey Balkiers

THE STATE OF FLORIDA

COUNTY OF BROWARD

I, a Notary Public in and for said County and State, do hereby certify that on this the 17<sup>th</sup> day of December, 2013, personally appeared before me William Panoff and Audrey Balbiers, who, being by me first duly sworn, declared that they constitute the Board of Directors of Panoff Publishing, Inc., that they signed the foregoing document as Restated Articles of Incorporation of the Corporation, and that the statements therein are true.

SUBSCRIBED AND SWORN TO BEFORE ME, on this the 17 day of December, 2013.



PATRICIA A. LANKFORD  
MY COMMISSION # EE 022581  
EXPIRES: October 11, 2014  
Bonded Thru Budget Notary Services

*Patricia A. Lankford*  
\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA