

**P000000 53384**

*Law Offices*

*Irving Shimoff*

*NationsBank Tower  
100 Southeast 2<sup>nd</sup> Street  
Suite 3920  
Miami, Florida 33131  
Telephone - (305) 374-5343  
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May 3, 2000

Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399  
Attn: Division of Corporations

700003240847--1  
-05/05/00--01006--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

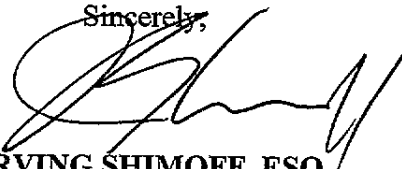
Re: P & Z Investment Co., Inc.

Gentlemen:

Enclosed herewith please find my Trust Account check in the sum of \$78.75 to cover the filing fee for the above corporation and for the cost of a certified copy of same.

Would you please be good enough to forward to me a certified copy of the filed Articles of Incorporation in the enclosed self addressed, stamped envelope.

Sincerely,

  
IRVING SHIMOFF, ESQ.

W-12/06

IS/cc  
Enclosure



*give  
original  
rec date*

00 MAY -5 AM 10:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 9, 2000

IRVING SHIMOFF, ESQ  
100 SOUTHEAST 2ND STREET STE 3920  
MIAMI, FL 33131

SUBJECT: P & Z INVESTMENTS CO., INC.  
Ref. Number: W00000012106

We have received your document for P & Z INVESTMENTS CO., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

**YOU HAVE A DOUBLE SUFFIX IN THE NAME OF THE CORPORATION,  
PLEASE REMOVE ONE. (CO. OR INC.)**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 700A00025735

FILED  
00 MAY -5 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
P & Z INVESTMENT, INC.

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is P & Z INVESTMENT, INC. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is c/o Irving Shimoff, 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131.
- THIRD: The Corporation is authorized to issue 7,500 shares of common stock, par value \$1.00 per share.
- FOURTH: The street address of the initial registered office of the Corporation is 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131, and the registered agent at that address is Irving Shimoff.
- FIFTH: The name and address of the incorporator of the Corporation is Irving Shimoff, 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- EIGHTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- NINTH: The corporate existence of the Corporation shall commence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3<sup>rd</sup> day of May, 2000.

  
IRVING SHIMOFF, Incorporator

ARTICLES OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as Registered Agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

  
IRVING SHIMOFF

FILED  
00 MAY -5 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA