



THE UNITED STATES
CORPORATION
COMPANY

POI 0000012623

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 988606 169624A

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 70.00

ORDER DATE : February 2, 2001

ORDER TIME : 12:09 PM

ORDER NO. : 988606-005

CUSTOMER NO: 169624A

400003631284--7

CUSTOMER: Ms. Debra Watts
Buckingham Doolittle &
Burroughs
Suite 201
5551 Ridgewood Drive
Naples, FL 34108

DOMESTIC FILING

NAME: PALMCO OF NAPLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

PH 2/2/01

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01 FEB -2 PM 1:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

PALMCO OF NAPLES, INC.

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**ARTICLE I
CORPORATE NAME**

The name of this Corporation is Palmco of Naples, Inc.

**ARTICLE II
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 common shares of stock having a par value of one-tenth of one cent (\$0.001) per share. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE III
INCORPORATOR**

The name and address of the Incorporator is:

Name

Address

William R. O'Neill

Buckingham, Doolittle & Burroughs, LLP
5551 Ridgewood Drive
Suite No. 201
Naples, FL 34108

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 4485 Dover Court #1204, Naples, Florida 34105, and the name of the initial registered agent of this Corporation at that address is Norm Klym.

ARTICLE V
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 4485 Dover Court #1204, Naples, Florida 34105.

ARTICLE VI
BOARD OF DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Norm Klym	4485 Dover Court, #1204 Naples, FL 34105
Lesley Klym	4485 Dover Court, #1204 Naples, FL 34105

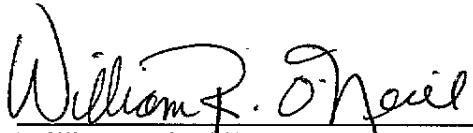
ARTICLE VII
BUSINESS PURPOSE

The purpose and function of this Corporation shall be to engage in the business of import/export and also to engage in all other lawful business enterprises.

ARTICLE VIII
DURATION

The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on February 1, 2001.


William R. O'Neill, Incorporator

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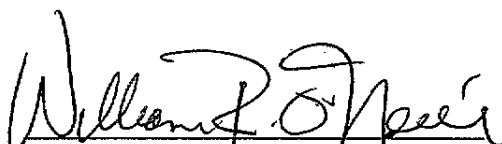
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091 AND SECTION 607.0501, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

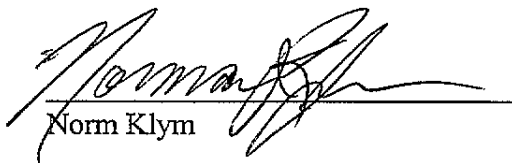
That Palmco of Naples, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business located at 4485 Dover Court #1204, Naples, Florida 34105, has named Norm Klym, located at 4485 Dover Court #1204, Naples, Florida 34105, as its registered agent to accept service of process within the State of Florida.

Dated: February 1, 2001


William R. O'Neill, Incorporator

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, Norm Klym hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Dated: February 1, 2001


Norm Klym