

CT CORPORATION SYSTEM

CORPORATION NAME

PantherCub Acquisition Corporation

100007392261--8

00/20/02 01022--023

*****78.75 *****78.75

<input checked="" type="checkbox"/> Profit Articles	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

8/28/02

Order#: 5560863

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

02 AUG 28 PM 1:12
TALLAHASSEE FLORIDA
SECRETARY OF STATE
FILED

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: PantherCub Acquisition Corporation
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☒ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Gina L. Cunningham
Name (Printed or typed)

ARNALL GOLDEN GREGORY LLP, 1201 West Peachtree Street
Address

Atlanta, Georgia 30309-3450
City, State & Zip

404/870-5758
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
PantherCub Acquisition Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is:

PantherCub Acquisition Corporation

SECOND: The principal place of business and mailing address of the corporation is:

303 Peachtree Center Avenue
Atlanta, Georgia 30303

THIRD: The number of shares the corporation is authorized to issue is One Thousand (1,000), all of which are of a par value of \$.01 each and are of the same class and are common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 1200 South Pine Island Road, Plantation Broward County, Florida 33324-4413, and the name of the initial registered agent of the corporation at such address is C T Corporation System.

FIFTH: The name and address of the incorporator is:

Sherman A. Cohen
2800 One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309

SIXTH: Each share of the corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the corporation or any equity and/or voting shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of the same class of the corporation or of equity and/or voting shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for,

purchase, or otherwise acquire unissued shares of the same class of the corporation or equity and/or voting shares of any class of the corporation, whether now or hereafter authorized or created, and whether the proposed issue, reissue, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty days, any and all of such shares, rights, options, bonds, securities, or obligations of the corporation may be issued, reissued, or granted by the Board of Directors, as the case may be, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

SEVENTH: The nature of the business and the purpose to be conducted and promoted are as follows:

To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, and to exercise all the rights, privileges, immunities, and authorities granted to or exercised by business corporations under the laws of the State of Florida now in effect.

EIGHTH: The duration of the corporation is perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of the director is as follows:

Allen L. Shulman
303 Peachtree Center Avenue
Atlanta, Georgia 30303

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

C T Corporation System

By: Shelley Savage
Signature of Registered Agent

Dated: 8/27/02

Shelley Savage
Vice President

IN WITNESS WHEREOF, the Incorporator executes these Articles of Incorporation as of the 26th day of August, 2002.

Sherman A. Cohen
Sherman A. Cohen, Incorporator

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02 AUG 28 PM 1:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA