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ACCOUNT NO. : 072100000032 REFERENCE : 205299 4311473 AUTHORIZATION : COST LIMIT : ORDER DATE: August 14, 2003 ORDER TIME: 11:07 AM ORDER NO. : 205299-005 CUSTOMER NO: 4311473 CUSTOMER: Ms. Jackie Gerstenfeld Stearns Weaver Miller Weissler Alhadeff & Sitterson, Suite 2200, Museum Tower 150 West Flagler Street Miami, FL 33130 DOMESTIC FILING NAME: MAYAMIA COMPANY EFFECTIVE DATE: XX ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY CONTACT PERSON: Norma Hull - EXT. 1115 EXAMINER'S INITIALS:

## ARTICLES OF INCORPORATION OF MAYAMIA COMPANY

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### **ARTICLE I - NAME AND ADDRESS**

The name of this corporation is **MAYAMIA COMPANY**. The address of the initial principal office and the mailing address of this corporation is 1442 Claret Street, Ft. Myers, Florida, 33919.

#### **ARTICLE II - PURPOSE**

This corporation may engage in, conduct and transact any and all lawful business. This corporation shall have perpetual existence.

#### **ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Hundred (100) shares of common stock, of Ten Dollar (\$10.00) par value each.

### ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation and the name of the registered agent of this corporation at such office is:

Name

Address

Owen S. Freed

Suite 2200, 150 West Flagler St. Miami, Florida, 33130

#### **ARTICLE V - COMMENCEMENT**

This corporation shall commence as of the date on which these Articles of Incorporation are filed with the office of the Secretary of State of Florida.

#### ARTICLE VI

#### **BOARD OF DIRECTORS**

The Board of Directors of this corporation shall be comprised of one persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one nor more than seven.

The name and address of the member of the initial Board of Directors of this corporation are:

Name

<u>Address</u>

**Bradley Mills** 

1442 Claret Street Ft. Myers, FL.

#### **VII ARTICLE - OFFICERS**

This corporation may have a President, Vice President, Secretary, Treasurer and Assistant Secretary. It shall have such additional officers as the Board of Directors may from time to time designate. The officers of the corporation to serve until their successors have been duly elected and qualified are:

President:

**Bradley Mills** 

Vice President:

Patricia Mills

Secretary Treasurer:

Patricia Mills

Assistant Secretary:

Owen S. Freed

#### VIII ARTICLE - INCORPORATOR

The person signing these Articles of Incorporation as incorporator is Owen S. Freed, whose address is 150 West Flagler Street, Miami, Fl. 33130.

#### ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the shareholders of this corporation.

#### **ARTICLE X - INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

#### **ARTICLE XI - AMENDMENT**

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of August, 2003.

Owen S. Freed Incorporator

#### REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation MAYAMIA COMPANY and accept the obligations of Section 607.0501 of the Florida Statutes.

Dated: August 13, 2003

Owen S. Ereed Registered Agent

