

Division of Corporations

Page 1 of 1

P05000045998

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000074963 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : TRIVEST SERVICE CORPORATION
Account Number : I20020000111
Phone : (305)858-2200
Fax Number : (786)470-3515

FILED
05 MAR 28 AM 8 32
CLERK OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.
ELEGANT OUTDOOR, INC.**

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$87.50 |

Electronic Filing Menu

Corporate Filing

Public Access Help

(((H05000074963 3)))

ARTICLES OF INCORPORATION
OF
ELEGANT OUTDOOR, INC.

ARTICLE I

The name of this corporation is ELEGANT OUTDOOR, INC. (hereinafter called "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133.

ARTICLE III

This Corporation is authorized to issue an aggregate total of One Thousand (1,000) shares, all of which shall be designated Common Stock, having a par value of \$.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is c/o Trivest Partners, L.P., 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133 and the name of its initial registered agent at such office is David Gershman.

ARTICLE VI

The Corporation's Board shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

(((H05000074963 3)))

FILED
05 MAR 28 2005
TALLAHASSEE
SECRETARY OF STATE

((H05000074963 3)))

ARTICLE VII

The name of the Incorporator is David Gershman and the address of the Incorporator is c/o Trivest Partners, L.P., 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133.

ARTICLE VIII

This Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 28th day of March, 2005.


David Gershman Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ELEGANT OUTDOOR, INC. hereby accepts such designation and is familiar with, and accepts the obligations of such position, as provided in Florida Statutes §607.0505


David Gershman

Dated: March 28, 2005

RECEIVED
FALMOUTH, FL 32403
05 MAR 28 AM 8:32

FILED

((H05000074963 3)))