

Florida Department of State  
Division of Corporations  
Public Access System

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To  
Division of Corporations  
Fax Number : (352) 206-6031

From  
Account Name : THE CENTRE CORPORATION  
Account Number : 119980000043  
Phone Number : (352) 334-4692  
Fax Number : (352) 212-4806

FILED  
MAR 20 2006  
CORPORATION DIVISION  
TALLAHASSEE, FLORIDA

THE CENTRE CORPORATION

THE CENTRE CORPORATION

Corporate State :	( )
Corporate Day :	11
Corporate Hour :	001
Corporate Charge :	5734.95

Electronic Filing Fee : Corporate Filing : Public Access Fee :

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**ARTICLES OF INCORPORATION**

This Underigned incorporation is for the purpose of forming a corporation under the Florida business corporation act, hereby adopted by the following parties to this incorporation.

**Article I - Corporate Name**

**(SECTION ARRANGEMENT)**

The street address of the principal office of this corporation in the State of Florida shall be 3921 NW 12th Avenue, Pembroke Park, Florida 33028. The Board of Directors may from time to time remove or change the principal office address in the State of Florida and may establish one or more offices within the State of Florida.

**Article II - Term of Existence**

This corporation shall exist PERPETUALLY unless otherwise according to Florida Law.

**Article III - Nature of Business**

This corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida, any other state, country, territory, or nation.

**Article IV - Capital Stock**

4.1 The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be ONE MILLION (1,000,000) shares of common stock having a par value of \$1.00 per share. This corporation shall have common business units having a par value of \$1.00 each. There have been received by this corporation 10 shares of common stock.

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CORPORATION  
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1V22. No director shall be liable for any act or omission in lawfully exercising his or her powers, rights or duties as a director of the corporation, if such act or omission was in good faith and in the best interests of the corporation, and if such act or omission was not the result of gross negligence or willful or wanton disregard of the duties of such director.

1V23. The board of directors of the corporation may authorize the issuance of securities of the corporation, subject to such terms, conditions and restrictions as the board of directors may determine, subject to such restrictions as may be imposed by the charter of the corporation.

1V24. The board of directors of the corporation may, by resolution, authorize the corporation to purchase, acquire, or otherwise obtain securities of any corporation, partnership, or other entity, whether or not such securities are registered securities, and to exercise all such powers, rights, and remedies as may be necessary to carry out such authorization.

**Article V - Incorporation**

The name and true address of the incorporator is as follows:

Magabala Corp  
13802 NW 14th Ave  
Pembroke Pines, FL 33023

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Article VI - Registered Offices and Registered Agent

The principal address of the registered office of this Corporation is 1 MACINTYRE CORPORATION, located at 13902 NW 14th Avenue, Pembroke Pines, FL 33028.

The name and address of the registered agent of this Corporation is MACINTYRE CORPORATION, 13902 NW 14th Avenue, Pembroke Pines, FL 33028

Article VII - Officers

The name(s) of the initial officer(s) is (are):

(GEORGE A. MANNING) (President)

Article VIII - Directors

The Director(s) of this Corporation shall be:

(GEORGE A. MANNING) (President)

Article IX - Special Provisions

If a stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and if the regulations issued thereunder which actions are necessary will be taken by the appropriate officers to accomplish this compliance.

Article X - Liquidation

If there ever be any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation shall be payable to and distributed to the estate of the Director and Officers.

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Article XXII - Shareholders' restrictive agreement

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of Shareholders of this Corporation and the transferability of the shares of stock of this Corporation. A copy of the Shareholders' Restrictive Agreement is hereby incorporated by reference into the office of the Corporation.

Article XXIII - Powers of Corporation

The Corporation shall have the same powers as an individual and do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or the Articles of Incorporation.

Article XXIV - Bylaws

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the Shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a majority of Directors equal to a majority of the members who would be entitled to elect the Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

