

P060000024816

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.

((H06000043504 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 : KATZ, BARRON, SQUITERO AND FAUST
Account Number : 072627002473
Phone : (305) 856-2444
Fax Number : (305) 285-9227

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 FEB 17 PM 12:40

FILED

FLORIDA PROFIT/NON PROFIT CORPORATION

PT Partners Management, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

2 Burch FEB 6 2006

2 Burch FEB 20 2006

Audit No.: H06000043504 3

**ARTICLES OF INCORPORATION
OF
PT PARTNERS MANAGEMENT, INC.**

The undersigned, acting as incorporator of PT PARTNERS MANAGEMENT, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PT PARTNERS MANAGEMENT, INC.

and the principal place of business is:

35 Ocean Reef Drive
Suite 120
Key Largo, Florida 33037

FILED
06 FEB 17 PM 12:40
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

Audit No.: H06000043504 3
This instrument prepared by:
Desirée M. Cuason, Esq.
Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Coral Gables, Florida 33133
Telephone (305) 856-2444

Audit No.: H06000043504 3

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2699 S. Bayshore Drive, 7th Floor, Miami, Florida 33133, and the name of the corporation's initial registered agent at that address is Corpco, Inc.

Audit No.: H06000043504 3
This instrument prepared by:
Desirée M. Cuason, Esq.
Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133
Telephone (305) 856-2444

Audit No.: H06000043504 3

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have at least one director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Erica L. English
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Desiree M. Cuason, Esq.
Katz Barron Squitero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.


Audit No.: H06000043504 3
This instrument prepared by:
Desiree M. Cuason, Esq.
Katz Barron Squitero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133
Telephone (305) 856-2444

Audit No.: H06000043504 3

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of February 2006.


Desiree M. Cuason, Incorporator

Audit No.: H06000043504 3
This instrument prepared by:
Desirée M. Cuason, Esq.
Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133
Telephone (305) 856-2444

Audit No.: H06000043504 3

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent of PT PARTNERS MANAGEMENT, INC. in the foregoing Articles of Incorporation, Corpco, Inc. hereby agrees to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Corpco, Inc., a Florida corporation

By: 
Erica L. English, Vice President

H:\LIB\DOCS\16560002\ART\GV3144.DOC

Audit No.: H06000043504 3
This instrument prepared by:
Desirée M. Cuason, Esq.
Katz Barron Squitara Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133
Telephone (305) 856-2444