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# ARTICLES OF INCORPORATION OF PD PHASE 1, INC.

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- ANY OF STATE ALLANASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

# **ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be PD Phase 1, Inc.

### **ARTICLE II - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

#### **ARTICLE III - GENERAL PURPOSES**

The general purposes for which the corporation is organized shall be to manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, and deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description. It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be, from time to time, amended.

#### **ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is One Hundred Thousand (100,000), which shall be designated Common Shares with a par value of one cent (0.01¢) per share.

# ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of the corporation in the state of Florida is 163 East Morse Boulevard, Suite 200, Winter Park, Florida 32789. The name of the initial registered agent of the corporation at such address is Joseph R. Panzl.

#### **ARTICLE VI - INCORPORATOR**

The name and street address of the incorporator of the corporation are:

Name

Address

Joseph R. Panzl

163 E. Morse Boulevard Suite 200 Winter Park, FL 32789

# **ARTICLE VII - BY-LAWS**

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

# **ARTICLE VIII - PRINCIPAL OFFICE**

The initial principal office of the corporation in the state of Florida is 777 South Flagler Drive, Suite 1100 East, West Palm Beach, Florida 33401.

# **ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 25<sup>th</sup> day of April, 2007.

IOSEPH R. PANZL. Incomporator

# **ACKNOWLEDGMENT**

STATE OF FLORIDA ) SS: COUNTY OF ORANGE )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 2007, by **JOSEPH R. PANZL**, as incorporator, who is personally known to me.

NOTARY PUBLIC Notary Stamp:

Notary Public State of Florida Theresa A Leduc My Commission DD450065 Expires 09/04/2009

# **ACCEPTANCE BY REGISTERED AGENT**

The undersigned, **JOSEPH R. PANZL**, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to §607.0501 and §607.0505 of the Florida Business Corporation Act.

JOSEPH R. PANZL

