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FLORIDA PROFIT/NON PROFIT CORPORATION

PODS ACQUISITION CORPORATION, INC.

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**ARTICLES OF INCORPORATION
OF
PODS ACQUISITION CORPORATION, INC.
a Florida corporation**

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**ARTICLE I.
NAME**

The name of the Corporation is PODS Acquisition Corporation, Inc. (the "Corporation").

**ARTICLE II.
PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Corporation is 75 Fourteenth Street, 24th Floor, Atlanta, GA 30309

**ARTICLE III.
CAPITAL STOCK**

The total number of shares of capital stock that the Corporation shall have authority to issue is One Hundred (100) shares of common stock, par value \$0.01 per share.

**ARTICLE IV.
ADDRESS; REGISTERED AGENT**

The street address of the initial registered office of the Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324. The initial registered agent at such address is CT Corporation System.

**ARTICLE V.
ADDRESS; INCORPORATOR**

The name and address of the incorporator is Christina Gibson, Esq., King & Spalding LLP 1180 Peachtree Street, N.E., Atlanta, Georgia 30309.

**ARTICLE VI.
DIRECTORS**

6.1 Number. The Board of Directors of the Corporation (the "Board") shall consist of four (4) members. The name and mailing address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected as qualified are as follows:

<u>Name</u>	<u>Address</u>
E. Stockton Croft	c/o Arcapita Inc. 75 Fourteenth Street, 24 th Floor Atlanta, GA 30309
J.W. Ransom James	c/o Arcapita Inc. 75 Fourteenth Street, 24 th Floor Atlanta, GA 30309
Charles Griffith	c/o Arcapita Inc. 75 Fourteenth Street, 24 th Floor Atlanta, GA 30309
Charles H. Ogburn	c/o Arcapita Inc. 75 Fourteenth Street, 24 th Floor Atlanta, GA 30309

6.2 Powers. In addition to the powers and authorities hereinabove or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject to the provisions of the statutes of the State of Florida and of these Articles of Incorporation, and to any bylaws from time to time adopted; provided, however, that no bylaw so made shall invalidate any prior act of the directors which would have been valid if such bylaw had not been made.

6.3 Bylaws. The Board is expressly authorized to adopt, amend and repeal the Bylaws of the Corporation.

ARTICLE VII. DIRECTOR LIABILITY

The directors of the Corporation shall be entitled to the full benefits of all limitations on the liability of directors generally that are now or hereafter become available under the Florida Business Corporation Act (the "FBCA"). Without limiting the generality of the foregoing, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the FBCA or (iv) for any transaction from which the director derived an improper personal benefit. If the FBCA is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. Any repeal or modification of this provision shall be prospective only, and shall not affect, to the detriment of any director, any limitation on the

personal liability of a director of the Corporation existing at the time of such repeal or modification.

* * * * *

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 6th day of November, 2007.

Christina Gibson
Christina Gibson

* * * * *

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dale W. Morris
CT Corporation System
DALE W. MORRIS
ASSISTANT VICE PRESIDENT

11/6/07
Date