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FLORIDA PROFIT/NON PROFIT CORPORATION

PEBB INVESTMENTS, INC.

EP 10/5/09

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**ARTICLES OF INCORPORATION
OF
PEBB INVESTMENTS, INC.**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida:

ARTICLE I

NAME AND ADDRESS. The name of this corporation (the "Corporation") and the mailing address of the Corporation are: **PEBB INVESTMENTS, INC., 6400 North Andrews Avenue, Ft. Lauderdale, FL 33309.**

ARTICLE II

PURPOSE. The Corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE III

CAPITAL STOCK. This Corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

DURATION. This Corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist perpetually thereafter until sooner dissolved according to law.

ARTICLE V

INITIAL BUSINESS OFFICE AND REGISTERED AGENT. The mailing address of the initial business office of this Corporation is: 6400 Andrews Avenue, Suite 500, Ft. Lauderdale, FL 33309, and the name of the initial registered agent of this Corporation is JEFFREY M. ROSENBERG, 6400 Andrews Avenue, Suite 500, Ft. Lauderdale, FL 33309.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS. This Corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this Corporation are:

Paul Weiner Bruce Weiner Jeffrey M. Rosenberg

The initial officers of the Corporation will be:

President: Bruce Weiner

Vice President: Jeffrey M. Rosenberg

Secretary and Treasurer: Jeffrey M. Rosenberg

ARTICLE VII

INCORPORATOR. The names and address of the person signing these Articles are: JEFFREY M. ROSENBERG, 6400 Andrews Avenue, Suite 500, Ft. Lauderdale, FL 33309.

ARTICLE VIII

CERTAIN ACTIONS REQUIRING UNANIMOUS VOTE. The unanimous vote of the Corporation's shareholders shall be required in order to take any of the following actions on behalf of the Corporation:

- a. Filing a petition or consent to a petition seeking reorganization, arrangement, adjustment, winding-up, dissolution, composition, liquidation, or other relief on behalf of the Corporation of its debts under any federal or state law relating to bankruptcy.
- b. Seeking or consenting to the appointment of a receiver, liquidator, assignee, trustee, sequestrator, custodian or any similar official for the Corporation or a substantial portion of their Securities.
- c. Making any assignment for the benefit of the Corporation's creditors.
- d. Taking any action in furtherance of any of the foregoing.

ARTICLE IX

EFFECTIVE DATE. These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE X

AMENDMENTS. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

ARTICLE XI

BY-LAWS. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors. The By-Laws shall comply with the restrictions set forth herein.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation, this 1st day of October, 2009.


JEFFREY M. ROSENBERG

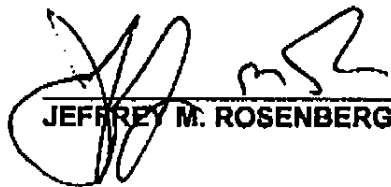
**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That **PEBB INVESTMENTS, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Ft. Lauderdale, Broward County, Florida, has named **JEFFREY M. ROSENBERG**, 6400 Andrews Avenue, Suite 500, Ft. Lauderdale, FL 33309, as its agent to accept service of process within this State.

ACKNOWLEDGMENT OF DESIGNATED AGENT:

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



JEFFREY M. ROSENBERG

Dated: October 4, 2009

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