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FLORIDA PROFIT/NON PROFIT CORPORATION  
Patriot Center Acquisition Corp.

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12 DEC -4 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PATRIOT CENTER ACQUISITION CORP.**

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**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is Patriot Center Acquisition Corp. The initial principal office street and mailing address of the Company is 951 Yamato Road, Suite 150, Boca Raton, Florida 33431.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602, and the name of its initial registered agent at that address is CFRA, LLC, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the director constituting the initial Board of Directors is: Carlos V. Cepeda, 951 Yamato Road, Suite 150, Boca Raton, Florida 33431.

**ARTICLE VII - INDEMNIFICATION**


To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was an officer or director of the Company or is or was serving at the request of the Company as an officer or director, employee or agent of another corporation, limited liability company, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

**ARTICLE VIII - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is Jay Steinman, 100 SE Second Street, Suite 4200, Miami, Florida 33131.

Dated: December 4, 2012

  
\_\_\_\_\_  
Jay Steinman, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated: December 4, 2012

**Registered Agent:**

**CFRA, LLC**

By: \_\_\_\_\_

*Jay Steinman*  
Authorized Representative

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