

P95000003399

GUNSTER, YOKLEY & STEWART, P.A.

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STUART, FL 34971 888-1910
FT LAUDERDALE, FL 33301 462-2000

OUR FILE NUMBER 105054.00001
WRITER'S DIRECT DIAL NUMBER 650-0728

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-01/11/95--01112--010
****122.50 ****122.50

December 30, 1994

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE

1-11-95

Re: Formation of Lion Rampant, Inc.

Dear Sir or Madam:

Enclosed please find an original and a duplicate of the Articles of Incorporation and of the Acceptance of Registered Agent for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 which represents the following:

Receiving, filing and indexing	
Articles of Incorporation	\$35.00
Certified copy of Articles of	
Incorporation	\$2.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

W95-249

The original is to be filed in your office and the copy certified and returned to this office using the enclosed stamped, self-addressed envelope.

Please telephone me if there is any reason why the Articles will not be filed immediately.

Sincerely,

Mary Blackford Cherry

Mary Blackford Cherry
Legal Assistant

Enclosures
cc: James B. Bertles

Dmc
1/5/95
P95-3399

789,625,671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1995

MARY BLACKFORD CHERRY, LEGAL ASSISTANT
GUNSTER, YOAKLEY & STEWART, P.A.
P.O. BOX 4587
WEST PALM BEACH, FL 33402-4587

SUBJECT: LION RAMPANT, INC.
Ref. Number: W9500000249

We have received your document for LION RAMPANT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the enclosed check for \$122.50 or a newly issued check with your corrected document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 995A00000401

GUNTHER, YOAKLEY, VALDICH-PAULI & STEWART, P.A.

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TELEPHONE (407) 655-1980

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OTHER OFFICES IN

MIAMI, FL (305) 376-6000
FT. LAUDERDALE, FL (305) 462-2000
PALM BEACH, FL (407) 655-1980
STUART, FL (407) 288-1980
TALLAHASSEE, FL (904) 222-6000

OUR FILE NUMBER 10510554.001

WRITER'S DIRECT DIAL NUMBER 650-0728

January 10, 1995

****Via Federal Express****

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Re: Lion Rampant, Inc.

Dear Sir or Madam:


Enclosed please find an original and a duplicate of the Articles of Incorporation for the above referenced corporation, which were previously forwarded to you and rejected. Also enclosed is a check in the amount of \$122.50 which represents the following:

Receiving, filing and indexing	\$35.00
Articles	
Certified copy of Articles	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

The original is to be filed in your office and the copy certified and returned to this office using the enclosed stamped, self-addressed envelope.

Please telephone me if there is any reason why the Articles will not be filed immediately.

Sincerely,


Mary Blackford Cherry
Legal Assistant

Enclosures

ARTICLES OF INCORPORATION
OF
LION RAMPANT, INC.

FILED
1995 JAN 12 PM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is Lion Rampant, Inc.

Article II

Duration

The corporation shall have a perpetual existence.

EFFECTIVE DATE
1-11-95

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of this corporation shall be:

105 North County Road, Palm Beach, Florida 33480

The mailing address of this corporation shall be:

P. O. Box 1105, Palm Beach, Florida 33480

Article V

Capital Stock

The corporation is authorized to issue One Thousand (1000) shares of One Cent (\$0.01) par value per share common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 777 South Flagler Drive, Suite 500, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is James B. Bertles. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII

Initial Board of Directors

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation are listed below:

Peter Appleton Greene

P. O. Box 1105, Palm Beach, Florida 33480

Article VIII

Incorporator

The name and address of the person signing these Articles are:

James Bertles

777 South Flagler Drive, Suite 500
West Palm Beach, Florida 33401

Article IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided

for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII

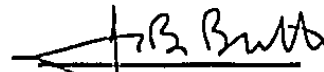
Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XIII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be January 11, 1995.


James B. Bertles

DATED: January 10, 1994

106767

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for LION RAMPANT, INC., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

By:

James B. Bertles

FILED
1955 JAN 12 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA