

TALLAHASSEE, FL 32301

904-222-9171

904-222-0193 FAX



ACCOUNT NO. : 072100000032

REFERENCE : 566451 86901Q

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 27, 1995

ORDER TIME : 11:08 AM

ORDER NO. : 566451

CUSTOMER NO: 86901Q

300001440519
-03/27/95--01047--044
****122.50 ****122.50

CUSTOMER: Ms. Gina Hardin - 86901Q
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

DOMESTIC FILING

NAME: TRIVEST EQUITIES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria I. Newport

EXAMINER'S INITIALS:

T. BROWN - MAR 28 1995

FILED
95 MAR 27 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRIVEST EQUITIES, INC.

FILED
95 MAR 27 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is TRIVEST EQUITIES, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 2665 South Bayshore Drive, Suite 800, City of Miami, County of Dade, State of Florida 33133, and the name of its initial registered agent at such office is Peter W. Klein.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is Marilyn D. Kuffner, and the address of the Incorporator is 2665 South Bayshore Drive, Suite 800, Florida 33133.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 24 day of March, 1995.


Marilyn D. Kuffner, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of TRIVEST EQUITIES, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Peter W. Klein, Registered Agent

Dated: March 24, 1995

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

X FAX No. 904-224-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY _____

WALK-IN
Will Pick Up

12/28 12:00

RE: TRIVEST EQUITIES No. 52260

UCC

Capital E. S.

nt. g. r. File

Corp. Name Search

Ltd. Partnership File

Foreign Corp. File

☒ Cert. Copy(s)☒ Art. of Amend. File

Dissolution/Withdrawal

C U S-

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ()

Top Priority

Express Mail Prep.

FAX () pgs.

SUBTOTALS

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Due Amounts

Past 30 Days, 18% per Annum.

THANK YOU

from

Your Capital Connection

DISBURSED

100001672931

-12/28/95--01046--031

***87.50 ***87.50

55 DEC 28 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRIVEST EQUITIES, INC.**

FILED
95 DEC 28 PM 2:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of §607.1006 of the Florida Business Corporation Act (1993), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

4. The name of the corporation is TRIVEST EQUITIES, INC. (the "Corporation"), Charter No. P95000024470, filed on March 27, 1995.

5. The following Amendment to the Articles of Incorporation was adopted by the sole shareholder and all of the Directors of the Corporation on December 26, 1995, in the manner prescribed by §607.1003 of the Florida Business Corporation Act;

RESOLVED, that Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation is TRIVEST II, INC. (hereinafter called the "Corporation").

6. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the Vice President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of Trivest Equities, Inc. this 26th day of December, 1995.

TRIVEST EQUITIES, INC.,
a Florida corporation

BY: _____

Peter W. Klein, Vice President