

1201 HAYS STREET

TALLAHASSEE, FL 32301

800-341-8086



ACCOUNT NO. : 072100000032

REFERENCE : 596486 5318A

AUTHORIZATION :

COST LIMIT : * PREPAID BY CLIENT

ORDER DATE : May 10, 1995

ORDER TIME : 9:33 AM

ORDER NO. : 596486

CUSTOMER NO: 5318A

CUSTOMER: Ms. Barbara Williams
BUSH ROSS GARDNER WARREN &
RUDY
220 South Franklin Street
Tampa, FL 33602

300001482858
-05/10/95--01017--006
****122.50 ****122.50

EFFECTIVE DATE
MAY - 9 1995

DOMESTIC FILING

NAME: PARKDALE CAPITAL CORPORATION

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: Lydia E. Lott

EXAMINER'S INITIALS:

T. BROWN MAY 10 1995

FILED
95 MAY 10 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PARKDALE CAPITAL CORPORATION

FILED
95 MAY 10 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

EFFECTIVE DATE

ARTICLE I

Corporate Name and Principal Office

MAY - 9 1995

The name of this corporation is Parkdale Capital Corporation, and its principal office and mailing address is 13902 North Dale Mabry Highway, Suite 119, Tampa, Florida, 33618.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on May 9, 1995.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV

Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$.001. Each share of issued and

outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida, 33602, and the initial registered agent of the corporation at such address is John N. Giordano.

ARTICLE VI

Incorporator

The name and address of the corporation's incorporator is:

<u>Name</u>	<u>Address</u>
Barbara W. Williams	220 South Franklin Street Tampa, Florida 33602

ARTICLE VII

By-Laws

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

ARTICLE VIII

Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 9th day of May, 1995.

Barbara W. Williams (SEAL)
Barbara W. Williams
Incorporator

0074779.01

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

95 MAY 10 AM 10:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, desiring to organize under the laws of the State of Florida, hereby designates John N. Giordano, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

PARKDALE CAPITAL CORPORATION

By Barbara W. Williams
Barbara W. Williams
Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

John N. Giordano
John N. Giordano

0074779.01