

**LAW OFFICES OF
POSESS & WALSER, P.A.**

7015 HERACASA WAY, SUITE 201
(CORNER OF PALMITO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433
(407) 750-1040
Telecopier: (407) 750-0708

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER, LL.M.-ESTATE PLANNING
CARYN J. CLAYMAN, LL.M.-TAXATION
PETER HOWLEY, ACCOUNTANT
GARY LATMAN, ACCOUNTANT

REAL ESTATE DEPARTMENT
CHARLES F. POSESS
DOUGLAS R. NEU
MONA S. WEISS
GISELE IL ASMAR

995000038526

April 20, 1995

Secretary of State of Florida
Corporation Division
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

10000014705831
-05/02/95--01097--001
****122.50 ****122.50

Re: **PRM CORPORATION**

Dear Sir:

Enclosed please find the original Articles of Incorporation to be filed for the above-referenced corporation.

Also enclosed is a check for \$122.50 covering the filing fees and costs as follows:

Filing Certificate of Incorporation	\$35.00
One (1) Certified Copy	52.50
Designation of Registered Agent	<u>35.00</u>
Total	<u>\$122.50</u>

FILED
MAY 16 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return your confirmation letter regarding the incorporation and filing of this company to my office in the enclosed stamped self-addressed envelope.

Sincerely,

MAY 16 1995

BSB

Thomas C. Walser
Thomas C. Walser

TCW:lm

MAY 18 1995 BSB

W95-91583



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

May 8, 1995

THOMAS C. WALSER, ESQ.
7015 BERACASA WAY
SUITE 201
BOCA RATON, FL 33433

SUBJECT: PRM CORPORATION
Ref. Number: W95000009583

We have received your document for PRM CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 095A00022506

**STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF**

RPM OF SO. FLA., INC.

**FILED
95 MAY 16 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **RPM OF SO. FLA., INC.** The principal office and mailing address is 13205 US Highway 1, Suite 109, Juno Beach, FL 33408.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 Common Shares at 1.00 par value.

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are:
None.

ARTICLE VII

The street address of the initial registered office of the corporation is 13205 US Highway 1, Suite 109, Juno Beach, FL 33408, and the name of its initial registered agent at such address is Michael Marciante.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

NAME

Michael Marciante

ADDRESS(ES)

13205 US Highway 1, Suite 109
Juno Beach, FL 33408

ARTICLE IX

The name and address of each incorporator is/are:

NAME(S)

Thomas C. Walser, Esq.

ADDRESS(ES)

7015 Beracasa Way, Suite 201
Boca Raton, FL 33433

DATED this 11 day of May 1995.

Thomas C. Walser
Thomas C. Walser, Esq., Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

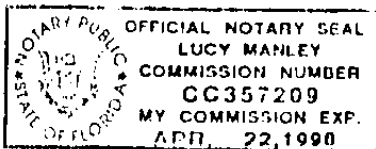
)
)ss:
)

The foregoing instrument was acknowledged before me, this 11 day of May, 1995, by Thomas C. Walser, Esq. who is personally known to me, or who has produced a _____ as identification.

My Commission Expires:

Lucy Manley
Notary Public

LUCY MANLEY



CONSENT OF REGISTERED AGENT

I, Michael Marciante, having been designated to act as Registered Agent, hereby agree to act in this capacity.


Michael Marciante,
Registered Agent

FILED
95 MAY 16 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1998.
AMOUNT DUE ON OR BEFORE 8-7-98 \$275 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375)

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra H. Matheson
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P95000038526 (6)**
1. Corporation Name
RPM OF SO. FLA., INC.

APPROVED
AND
FILED

1996 DEC 20 AM 11:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Principal Place of Business

13205 US HWY 1
SUITE 100
JUNO BEACH FL 33408

Mailing Address

13205 US HWY 1
SUITE 100
JUNO BEACH FL 33408

2. Principal Place of Business

21 State, Apt. #, etc.

22 Mailing Address

22 City & State

23 State, Apt. #, etc.

23 City & State

24 City & State

24 Zip

25 Country

26 Zip

27 Country

3. Name and Address of Current Registered Agent

MARCIANTE, MICHAEL
13205 US HWY 1
SUITE 100
JUNO BEACH FL 33408

3. Date Incorporated or Qualified
05/18/1995

3a. Date of Last Report

4. FLE Number

65-096803

Applied For
Not Applicable

5. Certificate of Status Desired

\$0.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

7. This corporation has liability for intangible tax under s. 190.032,
Florida Statutes

Yes ☒ No ☐

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL ☒ Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered
office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered
agent. I am familiar with, and accept the provisions of, Section 607.1508, Florida Statutes.

SIGNATURE

Michael Marciante

FL ☒ Zip Code

12. OFFICERS AND DIRECTORS

(NOTE: Registered Agent signature required when reinstating)

DATE **12/16/96**

1. NAME
D MARCIANTE, MICHAEL
13205 US HWY 1
JUNO BEACH FL 33408

DELETE

2. NAME
DELETE

DELETE

3. NAME
DELETE

DELETE

4. NAME
DELETE

DELETE

5. NAME
DELETE

DELETE

6. NAME
DELETE

DELETE

7. NAME
DELETE

DELETE

11 TITLE

12 NAME

13 STREET ADDRESS

14 CITY, ST, ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY, ST, ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY, ST, ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY, ST, ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY, ST, ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY, ST, ZIP

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change ☐ Addition ☐

REINSTATEMENT

Change ☒ Addition ☐

800002036928--2
-12/24/96--01085--012

****375-88****375-88

Change ☐ Addition ☐

Change ☐ Addition ☐

Change ☐ Addition ☐

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(A), Florida Statutes. I
further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if
made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and
that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Michael Marciante

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

12/16/96

(561)
691-0479

Daytime Phone #

DEBIT MEMORANDUM

000130

FOR OFFICIAL USE

TO :
DEPARTMENT OF STATE

DATE

NUMBER

1-14-97

702400

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE, FLORIDA

P 950000 38526

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	2,283.75	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	2,283.75	OTHER	4

CROSS REF	SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	2	375.00
12	45-20-2-130001-45300000-00-000100-00	2	375.00
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	1	383.75
12	45-20-2-130001-45300000-00-000100-00	1	775.00

GRAND TOTAL:

\$ 2,283.75

RECEIVED

JAN 15 PM 3:35

Process Date: 01/06/97

The above named fund(s) has been reduced by the amount of
this check(s) under authority of Section 215.34, F.S.

State Treasurer

KATHLEEN H. MARCIANTE
MICHAEL MARCIANTE
888 EAST JEFFREY ST., NO. 801-1
BOCA RATON, FL 33487
PH 407 994-4742

11/4
19/2

0346
Ⓢ

00-689747-2

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CLOSED

\$-3200-

Three Hundred Varsity Football



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 NORTH AMERICA
1-800-368-4888
Capt **Tax** ***provisional** **Keller** **St.** **Newcastle**
For _____ DE# 0345 40000037500

11:26 708976 11: 0843446 03: 07:01 01-08-57

SECRET

ENCLOSURE

X

DEPT OF STATE 4500-153

FOR DEPOSIT ONLY

DO NOT SIGN THIS LINE

12-26 JAX 184646 1643 07 184646 12-26

23/001/201 020 1000004444 024-11 10-30000044

20

07 184646 1643 800-5239498 > 063000004

065000109

010303744 12-26-55

063000199

065000109

1-10 065000109 01502-07

*FEDERAL RESERVE BANK REGULATION CC.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 21, 1997

Kathleen H. Marciano
Michael Marciano
899 East Jeffrey St., No. 601-1
Boca Raton, FL 33487

SUBJECT: RPM OF SO. FLA., INC.
Ref. Number: P95000038526

Debit Memo #: 72400-A

This is to inform you that your check #0346 dated November 4, 1996 in the amount of \$375.00 and submitted for RPM OF SO. FLA., INC. has been returned to us by your bank because of Closed Account.

We request that you remit a cashier's check or money order in amount of \$393.75 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call
(904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 397A00002806

cc:RPM of S. Fla., Inc.
13205 US Highway 1, #109
Juno Beach, Fl. 33408



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 14, 1997

Kathleen H. Marclante
Michael Marclante
899 East Jeffrey St., No. 601-1
Boca Raton, FL 33487

SUBJECT: RPM OF SO. FLA., INC.
Ref. Number: P95000038526

Debit Memo #: 72400-A

Due to your failure to respond to our previous letter advising you of the returned check #0346, the Reinstatement for RPM OF SO. FLA., INC. has been cancelled and is considered not filed as of March 13, 1997.

The status of your corporation has now reverted to its previous status of administratively dissolved or revoked.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 497A00013104

cc:RPM of S. Fla., Inc.
13205 US Highway 1, #109
Juno Beach, Florida 33408

DATE: 3-20-97

DOCUMENT NUMBER:

P 95000038526

REACTIVATED REINSTATEMENT, RECEIVED PAYMENT CHECK FOR DEBIT MEMO
IN THE AMOUNT OF \$

72400-A

393.75

MELINDA LILLISTON

375.00

700002120177--0
-03/21/97--01011--013
****393.75 ****393.75