

05/31/95

FAS-T CORPORATE AGENTS

(305) 592-59

P 001

5/31/95

FLORIDA DIVISION OF CORPORATIONS

1:55 PM

PUBLIC ACCESS SYSTEM

((H95000006077))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000006077))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PTA, FAMILY CORPORATION

FAX AUDIT NUMBER: H95000006077

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/31/1995

TIME REQUESTED: 13:55:10

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000006077))

\*\* ENTER 'M' FOR MENU. \*\*

5/31/95

FLORIDA DIVISION OF CORPORATIONS

1:55 PM

PUBLIC ACCESS SYSTEM

ELECTRONIC PROCESSING MENU

FILED  
05 MAY 31 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



5/31/95

05/31/95 14:27  
05/31/1995 12:30

FAS-T CORPORATE AGENTS  
3852288384

(305) 592-9591

ANTONIO J SOTO ESQ

H95000006077

P. 002

PAGE 82

FILED  
95 MAY 31 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PTA, FAMILY CORPORATION

ARTICLE I. NAME

The name of this corporation shall be PTA, FAMILY CORPORATION.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of operating any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1000 par value shares of common capital stock.

This Instrument Prepared By:

Antonio J. Soto, III, Esq.  
8500 West Flagler St., Ste. A-105  
Miami, Florida 33144-2037  
FLORIDA BAR NO.: 302163

Article of Incorporation PTA, FAMILY CORPORATION

05/31/95 14:28  
85/31/1995 12:38

FAS-T CORPORATE AGENTS  
3862288384

(305) 592-9591  
ANTONIO J SOTO EBO

P. 003  
PAGE 83

H95000006077

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Article of Incorporation PTA, FAMILY CORPORATION

05/31/95 14:28  
05/31/1995 12:00

FAS-T CORPORATE AGENTS  
38522615304

(305) 592-9591  
ANTONIO J SOTO ESO

P. 004  
PAGE 04

H95000006077

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be Three (3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors is:

EVA TOTPALUSI	Secretary/Treasure/Director	334
7601 East Treasure Dr.		
Apt. 1924		
N. Bay Village, Florida 33141		

PETER TOTPALUSI	President/Director	344
7601 East Treasure Dr.		
Apt. 1924		
N. Bay Village, Florida 33141		

ALADAR TOTPALUSI	Vice-President/Director	334
7601 East Treasure Dr.		
Apt. 1924		
N. Bay Village, Florida 33141		

Article of Incorporation PTA, FAMILY CORPORATION

05/31/95 14:28  
05/31/1995 12:30

FAS-T CORPORATE AGENTS  
3852288384

(305) 592-9591  
ANTONIO J SOTO ESO

P. 005  
PAGE 85

H95000006077

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 7601 East Treasure Dr., Apt. 1924, N. Bay Village, Florida 33141.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: PETER TOTFALUSI, 7601 East Treasure Dr., Apt. 1924, N. Bay Village, Florida 33141.

#### ARTICLE X. INCORPORATOR

The name and address of the individuals who shall serve as this corporation's incorporators are: EVA TOTFALUSI, 7601 East Treasure Dr., Apt. 1924, N. Bay Village, Florida 33141; PETER TOTFALUSI, 7601 East Treasure Dr., Apt. 1924, N. Bay Village, Florida 33141; and ALADAR TOTFALUSI, 7601 East Treasure Dr., Apt. 1924, N. Bay Village, Florida 33141.

05/31/95 14:29  
85/31/1995 12:38

FAS-T CORPORATE AGENTS  
3852200384

(305) 592-9591  
ANTONIO J SOTO ESQ

P. 006  
PAGE 86

H95000006077

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Eva Totpalusi  
EVA TOTPALUSI - Secretary/Treasurer/  
Director

Peter Totpalusi  
PETER TOTPALUSI - President/Director

Aladar Totpalusi  
ALADAR TOTPALUSI - Vice-President/  
Director

I hereby accept my designation as resident agent and agree to serve as the resident agent of PTA, FAMILY CORPORATION I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for PTA, FAMILY CORPORATION

Peter Totpalusi  
PETER TOTPALUSI - Registered Agent

Article of Incorporation PTA, FAMILY CORPORATION

05/31/95 14:29  
05/31/1995 12:30

FAS-T CORPORATE AGENTS  
3852288384

(305) 592-9591  
ANTONIO J SOTO ESQ

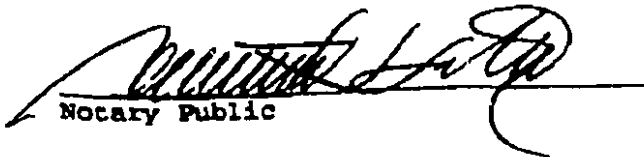
P. 007  
PAGE 87

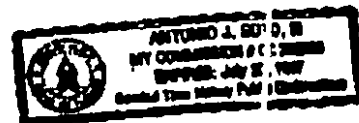
H95000006077

State Of FLORIDA

County Of DADE

On 5-31-95, PETER TOTPALUSI, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, and EVA TOTPALUSI and ALDAR TOTPALUSI who shall also serve as the corporation's initial incorporators and who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of PTA, FAMILY CORPORATION

  
Notary Public



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

FILED  
(SEAL)  
JUL 21 PM 6:09  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

H95000006077

Article of Incorporation PTA, FAMILY CORPORATION