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May 30, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Florida Indoor Outdoor Palms, Inc.

Dear Sir/Madame:

Enclosed please find the Articles of Incorporation for *Florida Indoor Outdoor Palms, Inc.* along with a check in the amount of \$122.50 for the recording of same. Please record the articles and forward same in the self-addressed stamped envelope provided.

Thank you for your attention to this matter.

Sincerely,



Martha A. Bennett  
Paralegal for  
LaBovick & LaBovick, P.A.

mab  
Enclosures

FILED

95 JUN -2 PM 4: 25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Telephone: (407) 743-0099  
(800) 994-4226  
Facsimile: (407) 743-1724

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\*\*\*\*122.50 \*\*\*\*122.50

6-12-95

**ARTICLES OF INCORPORATION**

**OF**

**FLORIDA INDOOR OUTDOOR PALMS, INC.**

FILED

95 JUN -2 PM 11:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation shall be:

**FLORIDA INDOOR OUTDOOR PALMS, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended. This corporation intends on filing as Sub-Chapter "S".

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of ONE (\$1.00) DOLLAR per value common stock which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office is 15286 91 Terrace North, Jupiter, Florida 33478, and the name of the initial registered agent of this corporation at that address is Terry Krogman.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated above, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with

and accept the obligations of my position as Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Date

TERRY KROGMAN

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Terry Krogman  
15286 91 Terrace North  
Jupiter, FL 33478  
President, Vice-President  
Secretary, Treasurer

#### ARTICLE VIII - PRINCIPLE MAILING ADDRESS

The principle mailing address of the corporation is:

Florida Indoor Outdoor Palms, Inc.  
15286 91 Terrace North  
Jupiter, FL 33478

#### ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation are:

Terry Krogman  
15286 91 Terrace North  
Jupiter, FL 33478

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of

Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 30th day of May, 1995.

Terry Kroghman  
TERRY KROGMAN, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument, ARTICLES OF INCORPORATION, was acknowledged before me this 30th day of May, 1995 by TERRY KROGMAN, who is personally known to me or who has produced driver's license as identification, and who did take an oath.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 30th day of May, 1995.



OFFICIAL SEAL  
BRIAN F. LABOVICK  
My Commission Expires  
March 10, 1997  
Comm. No. CC 264104

Marshall A. Beant  
NOTARY PUBLIC  
State of Florida at Large

My commission expires: