1201 HAYS STREET TALLAHASSEE, FL 12301 904-222-9171 904-222-0393 FAX

800-342-8086



0721000000032

REFERENCE : 624460

869010

AUTHORIZATION :

COST LINIT , \$ 122,50

ORDER DATE : June 22, 1995

ORDER TIME : 10:07 AM

ORDER NO. : 624460

CUSTOMER NO: 869010

CUSTOMER:

PRENTICE HALL LEGAL & FINANCIAL SERVICES, INC.

1 Biscayne Tower 2 South Biscayne Blvd, #1810

Miami, FL 33131

900001520719

# DOMESTIC FILING

NAME: PARBO BAY, INC.

XX	ARTICLES OF	INC	CORPORATI	ION
	CERTIFICATE	OF	LIMITED	PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

WUN 2 3 1995 BSB

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

FILED

OF

95 JUN 22 AH 10: 05

PARBO BAY, INC.

SEGRETA TALLAMATSEE, FLORIDA

#### ARTICLE I

#### **NAME**

The name of this corporation is PARBO BAY, INC.

#### ARTICLE II

#### **PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

#### CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of common stock, each at \$0.10 par value.

#### ARTICLE IV

#### **POWERS**

The corporation shall have all of the powers permitted to a corporation incorporated under the laws of the State of Florida and all powers necessary or desirable to carry out its purpose as set forth herein.

#### ARTICLE V

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is:

Steven M. Charchat, Esq. Tumpson & Charchat, P.A. 848 Brickell Avenue, Suite 400 Miami, Florida 33131

#### ARTICLE VI

#### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Mildred Marmol c/o Tumpson & Charchat, P.A. 848 Brickell Avenue, Suite 400 Miami, Florida 33131

#### ARTICLE VII

#### **INCORPORATOR**

The name and address of the person signing these Articles is:

Mildred Marmol c/o Tumpson & Charchat, P.A. 848 Brickell Avenue, Suite 400 Miami, Florida 33131

#### ARTICLE VIII

#### INDEMNIFICATION

The corporation will indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE IX

#### **BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

#### ARTICLE X

# MAILING ADDRESS OF CORPORATION

The mailing address of the initial principal office of the corporation shall be:

c/o Tumpson & Charchat, P.A.848 Brickell Avenue, Suite 400Miami, Florida 33131

#### ARTICLE XI

#### CORPORATE EXISTENCE AND DURATION

The existence of this corporation shall commence on the date of filing of these Articles, and the duration of this corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of Jone, 1995.

mildred marmol

# Acceptance of Registered Agent

Having been named as registered agent I agree to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Steven M. Charchat, Registered Agent

6/21/95

Date

1201 HAYS STREET 8086 TALLAHASSEE, FL 32) RECEIVED

networks

95 FEB 23 PH 3: 54 DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE

857812

1400001723404

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE: February 23, 1996

ORDER TIME : 12:56 PM

ORDER NO. : 857312

CUSTOMER NO:

156544A

CUSTOMER: Ms. Roxanne M. Toyar

Tumpson & Charchat P.a. 848 Brickell Avenue

Suite 400

Miami, FL 33131

### DOMESTIC AMENDMENT FILING

NAME: PARBO BAY, INC.

XX\_\_\_\_ ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS:

# ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF PARBO BAY, INC.

- 1. The name of the corporation is Parbo Bay, Inc. (the "Corporation").
- 2. The amendment to the Articles of Incorporation is as follows:

# "ARTICLE I

#### <u>Name</u>

The name of the corporation is Parbo 1815, Inc."

3. The amendment was adopted by all the shareholders of the Corporation on January 12, 1996, and the number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated: Feh. 20-96

mildred marmol
Mildred Marmol, President