

1201 RAYS STREET  
TALLAHASSEE, FL 32301

800-142-8086



**P9500055427**

ACCOUNT NO. : 072100000032

REFERENCE : 643388 3360A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : July 18, 1995

ORDER TIME : 9:52 AM

ORDER NO. : 643388

CUSTOMER NO: 3360A

CUSTOMER: Kimberly Fenichel, Legal Asst  
RUDEN BARNETT MCCLOSKEY  
SMITH SCHUSTER & RUSSEL  
P.O. Box 1900

Ft. Lauderdale, FL 33302

100001539731  
-07/18/95--01054--002  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: FLORIDA EXPORTS, INC.

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: **T. BROWN** JUL 18 1995

NR R45-1947

FILED  
95 JUL 18 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**May 1, 1995**

**CAPITAL CONNECTION, INC.**  
**POST OFFICE BOX 10349**  
**TALLAHASSEE, FL 32302**

The name **FLORIDA EXPORTS, INC.** has been reserved for 120 days beginning May 1, 1995. The reservation number is R9500001947 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

**Ruth Leonard**

**Letter number: 995A00020524**

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA EXPORTS, INC.**

FILED  
95 JUL 18 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be Florida Exports, Inc.

**ARTICLE II - GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be to conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

This corporation is authorized to do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of this corporation enumerated in these Articles of Incorporation, or any amendment thereof.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV - ADDRESS OF CORPORATION**  
**AND REGISTERED AGENT**

The street and mailing address of the principal office of this corporation shall be 1549 Ringling Boulevard, Suite 600, Sarasota, Florida 33963. The street and mailing address of the registered agent of the corporation in the State of Florida shall be 1549 Ringling Boulevard, Suite 600, Sarasota, Florida 33963.

#### **ARTICLE V - REGISTERED AGENT**

The name of the initial registered agent of the corporation is Ruden, Barnett, McClosky, Smith, Schuster & Russell, P.A.

#### **ARTICLE VI - BOARD OF DIRECTORS**

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.
- C. The name and mailing address of the initial member of the Board of Directors who shall serve until his successor shall have been elected and qualified is:

##### **NAME**

##### **MAILING ADDRESS**

John W. Taylor

c/o Ruden, Barnett, McClosky, Smith,  
Schuster & Russell, P.A.  
1549 Ringling Boulevard  
Suite 600  
Sarasota, Florida 33963

#### **ARTICLE VII - INCORPORATOR TO ARTICLES**

The name and mailing address of the incorporator to these Articles of Incorporation is as follows:

##### **NAME**

##### **MAILING ADDRESS**

Glen A. Stankee, Esq.

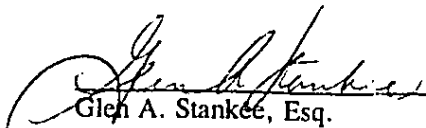
Ruden, Barnett, McClosky, Smith,  
Schuster & Russell, P.A.  
200 East Broward Boulevard  
Post Office Box 1900  
Fort Lauderdale, FL 33302

### **ARTICLE VIII - RESTRICTIONS ON TRANSFERS**

No attempt to transfer either legal or beneficial ownership of any stock or of any interest in stock in the corporation shall be effective unless and until the Secretary of the corporation registers such change of legal or beneficial ownership or interest, as the case may be, in the corporate records. The Secretary shall not register any such transfer in legal or beneficial ownership of any shares or of any interest in shares of the corporation unless and until either 1) stockholders of 51% of the voting stock of the corporation approve of such proposed transfer in writing, or 2) the proposed transferee furnishes an opinion letter of counsel, in form and substance reasonably satisfactory to counsel for this corporation, that the proposed transferee is an eligible shareholder of stock in an "S corporation" under the Internal Revenue Code of 1986, or a corresponding provision of a future revenue law and only if the transferee consents to the corporation's election to be an "S corporation." This Article VIII shall only apply if the corporation, at the time of the proposed transfer of legal or beneficial ownership of its stock, or an interest in its stock is either an "S corporation," as defined in Section 1362(a)(1) of the Internal Revenue Code of 1986 or a corresponding provision of a future revenue law, or if an S corporation election for a tax year beginning within twelve (12) months of the proposed transfer date has been filed with the Internal Revenue Service.

IN WITNESS WHEREOF, the undersigned has set his hand and seal this 17<sup>th</sup> day of

July, 1995.

  
Glen A. Stanke, Esq.

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of JULY, 1995, by Glen A. Stankee, Esq., who is personally known by me ~~or who~~ has produced \_\_\_\_\_ as identification, and who did (not) take an oath.

(SEAL)



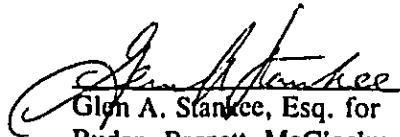
Doris S. Haga  
Notary Public Signature

DORIS S. HAGA  
Printed Notary Public Signature

\_\_\_\_\_  
Commission Number and Expiration

**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been named to accept service for the above stated corporation at the place designated in the foregoing Articles, I hereby accept to act in this capacity and agree to comply with the provisions Section 607.0505, Florida Statutes.

  
Glen A. Stankee, Esq. for  
Ruden, Barnett, McClosky, Smith, Schuster  
and Russell, P.A.

STATE OF FLORIDA

COUNTY OF BROWARD

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State aforesaid and the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Glen A. Stankee, Esq. the Vice President of Ruden, Barnett, McClosky, Smith, Schuster & Russell, P.A., a Florida corporation, who is personally known to me or who has produced as identification and who did (not) take an oath.

**WITNESS** my hand and official seal in the County and State last aforesaid this 17<sup>th</sup> day of July, 1995.



  
Signature of Notary Public

DORIS S. HAGA  
Typed or printed name of Notary

\_\_\_\_\_  
Commission Number and Expiration Date