



networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 0721001000

REFERENCE : 644476 4656A

AUTHORIZATION :

Patricia Poyik

COST LIMIT : \$ 122.50

ORDER DATE : July 19, 1995

ORDER TIME : 12:18 PM

ORDER NO. : 644476

100001541641

CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

EFFECTIVE DATE
JUL 18 1995

DOMESTIC FILING

NAME: PLH HOLDINGS, 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 20 1995

FILED
95 JUL 19 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JUL 18 1995

ARTICLES OF INCORPORATION
OF
PLH HOLDINGS, INC.

95 JUL 19 AM 8:21
FILED
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE I

The name of the corporation is PLH HOLDINGS, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is: c/o Cesar L. Alvarez, 1221 Brickell Avenue, Miami, FL 33131.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131 and the name of its initial registered agent at such office is Cesar L. Alvarez.

ARTICLE VI

This corporation shall commence its existence effective **July 18, 1995.**

ARTICLE VII

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors are three, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

CESAR L. ALVAREZ
700 S. Alhambra Circle
Coral Gables, FL 33146

MICHAEL B. FERNANDEZ
125 Gavilan
Coral Gables, FL 33143

JOEL NEWMAN
16550 N.W. 10th Avenue
Miami, FL 33169

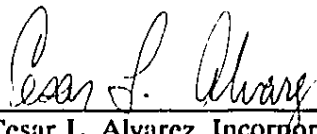
ARTICLE VIII

The name of the Incorporator is Cesar L. Alvarez and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE IX

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 18th day of July, 1995.


Cesar L. Alvarez, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of PLH HOLDINGS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


CESAR L. ALVAREZ, Registered Agent

Dated: July 18, 1995.