

P45000061184

GUSCOTT

10140 N.W. 22nd Ct.

Pembroke, FL 33026

Pines

PP, FL, 33026

100001541021  
-07/13/95--01023--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PP 7-20-95  
789 509, 7016, 671

Examiner's Initials



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

July 20, 1995

**ROY C. GUSCOTT**  
10140 N.W. 22ND COURT  
PEMBROKE PINES, FL 33026

**SUBJECT: POLLYWAY CORPORATION**  
Ref. Number: W95000014633

We have received your document for POLLYWAY CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 295A00034731

ARTICLES OF INCORPORATION

FOR

POLLY WAY CORPORATION

(A FLORIDA CORPORATION)

The undersigned incorporator(s) , for the purpose of forming a corporation under the Florida Corporation

Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1. NAME

The name of the corporation shall be:

POLLYWAY CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of of this corporation shall be:

1600 NORTHWEST 79TH STREET, MIAMI FLORIDA 33147

ARTICLE III. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America, the State of Florida or any state, county, territory or nation.

FILED  
95 AUG -8 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
95 AUG -8 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE V. CAPITAL STOCK

The maximum number of shares that this corporation is authorised to have outstanding at any one time is 50 shares of common stock having 10 cents par value per share.

#### ARTICLE VI. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

#### ARTICLE VII. PREEMPTIVE RIGHTS

Every Shareholder upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof ( as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address on the initial registered office of this Corporation is

1600 NW 79TH STREET, MIAMI, FLORIDA 33147

and the name of the initial registered agent of this Corporation at that address is

ROY C. GUSCOTT

ARTICLE XII. By-Laws.

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

ARTICLE XIII. Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV Limitation of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE XV Self Dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE XVI Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE XI. INCORPORATORS

The person(s) signing these Articles of Incorporation has the following name and address:

GEORGE THOMPSON, 1600 NW 79TH STREET, MIAMI FLORIDA 33147

In witness whereof, I the undersigned incorporator, have hereunto set my hand and seal this

*2* June 11<sup>th</sup> day of July 1995

for the purpose of forming this Corporation under the office of the Secretary of State of Florida,  
these Articles of Incorporation and certify tha the facts herein stated are true.

*George Thompson*

\_\_\_\_\_  
INCORPORATOR(S)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the Corporation is :

Pollyway Corporation

2. The name and address of the registered agent and office is:


Roy C Guscott  
1600 NW 79 ST  
MIAMI, FL 33147

FILED  
95 AUG -8 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS THE REGISTERED AGENT AND 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.

SIGNATURE: \_\_\_\_\_

DATE: \_\_\_\_\_

  
July 11, 1995