P450000184

100001541021 -07/13/35--01023--007 +++++70.00 *++++70.00 OFFICE USE ONLY 1PP, PL 3302 605 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Walk in Pick up time **Certified Copy** Mail out Will wait Photocopy Certificate of Status **NEW FILINGS AMENDMENTS Profit** Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign **Fictitious Name** Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other

1295-141033

CR2E031(10/92)



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.

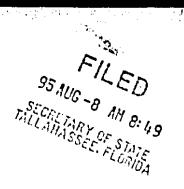
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Dana Farmer Document Specialist

Letter Number: 295A00034731

ARTICLĖS OF INCORPORATION



FOR

POLY 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 AH 8: 49

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

INCORPORATOR(S)

CERTIFICATE OF DESIGNATION REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 607.0501 Florida Statutes, the undersigned corporation, organised 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	G	USC	++
1600 N	J W	79	ST
MIAMI	, F	L 3	3147

95 NUG-8 MH 8: 4.9
SECRETARY OF STATE

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:

495