

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904 222 9171  
904 222 0103 FAX

800-142-8086



**P95000071283**

ACCOUNT NO. : 072100000032

REFERENCE : 682443 151187A

AUTHORIZATION :

COST LIMIT : 5 PREPAID

ORDER DATE : September 14, 1995

ORDER TIME : 12:38 PM

ORDER NO. : 682443

CUSTOMER NO: 151187A

CUSTOMER: Joseph M. Paniello, Esq  
JOSEPH M. PANIELLO, ESQ

Suite 2720, One Tampa City Ctr  
201 North Franklin Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: THE FEBRUARY 29TH CORPORATION

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

PROCESSED  
SEP 14 1995

SEP 14 1995  
11:00 AM  
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FILED  
SEP 14 1995  
11:00 AM

SEP 15 1995 BSB

ARTICLES OF INCORPORATION  
OF  
THE FEBRUARY 29TH CORPORATION

FILED  
95 SEP 14 AM 10:47  
TAMPA, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation shall be:

The February 29th Corporation

ARTICLE II.

Principal Office and Mailing Address

The address of the Principal office and the mailing address of this corporation shall be:

(Physical Address) 201 South Franklin Street  
Suite 2720  
Tampa, Florida 33602

(Mailing Address) 3333 Washington Avenue  
St. Louis, Missouri 63103

ARTICLE III.

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto (the "Act"), and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

## ARTICLE IV.

### Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100 shares of common stock with a par value of \$25.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

## ARTICLE V.

### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 201 South Franklin Street, Suite 2720, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be Joseph Mackie Paniello. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

## ARTICLE VI.

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than (9) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

## ARTICLE VII.

### Initial Board of Directors

The initial Board of Directors of this corporation shall consist of two members, such members are to hold office until his successor has been duly elected and qualified. The name of the initial directors are as follows:

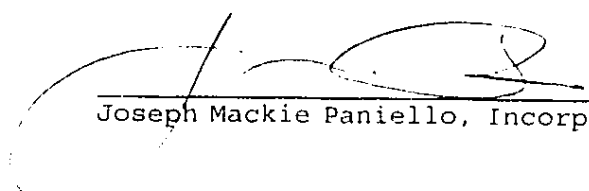
R. Taylor Matthews  
Joseph Mackie Paniello

## ARTICLE VIII.

The name and street address of the incorporator making these Articles of Incorporation is:

Joseph Mackie Paniello  
201 North Franklin Street, Suite 270  
Tampa, Florida 33602

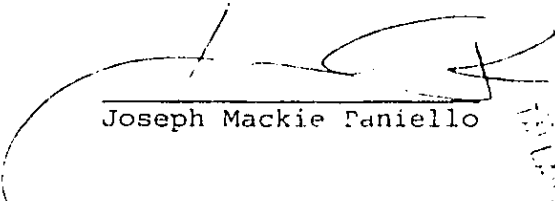
IN WITNESS WHEREOF, the undersigned has executed these Articles this 21<sup>st</sup> day of September, 1995.

  
\_\_\_\_\_  
Joseph Mackie Paniello, Incorporator

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT  
FOR  
THE FEBRUARY 29TH CORPORATION**

The undersigned, Joseph Mackie Paniello, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation of said corporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 12<sup>th</sup> day of September, 1995.

  
\_\_\_\_\_  
Joseph Mackie Paniello

FILED  
95 SEP 11 AM 10:47  
TALLAHASSEE, FLORIDA

