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(((H96000003953))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE 4[illegible] W [illegible]

STATE OF FLORIDA SUITE [illegible]

409 E GAINES STREET MIAMI FL [illegible]- 0

TALLAHASSEE, FL 32[illegible] CONTACT: RAY STORMONT

FAX: (904) [illegible]-[illegible]000 PHONE: (305) 541-[illegible]804

FAX: (305) 541-3770

(((H96000003953))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PALM GROUP, INC.

FAX AUDIT NUMBER: H96000003953 CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/19/1996 TIME REQUESTED: 12:12:18

CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: $122.50 ACCOUNT NUMBER: 072450003255

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96 MAR 19 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/19

DIVISION OF CORPORATIONS
96 MAR 19 AM 1:09

H96000003953

Prepared By:
Carlos Garcia, Esquire
Fla. Bar No. 0462100
268 Sevilla Avenue
Coral Gables, FL 33134
(305) 447-6609

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96 MAR 19 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF PALM GROUP, INC.

ARTICLE I. NAME

The name of the corporation is PALM GROUP, INC.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar ($1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

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ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 375 N.W. 86 Court #8, Miami, FL 33126 and the initial registered agent of this corporation at such address is FRANCISCO J. CASTILLO.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

FRANCISCO J. CASTILLO, Registered Agent

ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is FRANCISCO J. CASTILLO, 375 N.W. 86 Court #8, Miami, FL 33126.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 1702 S.W. 8 Street, Miami, FL 33135.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

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

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and addresses of the initial directors are ALBERT R. SALADIN, 5371 N.W. 106 Court, Miami, FL 33178 and FRANCISCO J. CASTILLO, 375 N.W. 86 Court #8, Miami, FL 33126.

ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 19th day of March, 1996.

FRANCISCO J. CASTILLO

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19th day of March, 1996, by FRANCISCO J. CASTILLO.

Notary Public
DANAE M RAMIREZ
State of Florida
My Comm. Exp 09/06/98
Comm# CC213398

NOTARY PUBLIC - State of Florida

Personally known ________ OR Produced Identification ✓

Type of Identification Produced Fla. D/L # C234-2504-456-0

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TALLAHASSEE, FLORIDA

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Requestor's Name

GARCIA, PEREZ-SIAM & GRUENINGER
265 Sevilla Avenue
Coral Gables, Florida 33134

Office Use Only

BER(S), (If known):

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

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TALLAHASSEE, FLORIDA
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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 9, 1996

Garcia, Perez-Siam & Grueninger
265 Sevilla Avenue
Coral Gables, FL 33134

SUBJECT: PALM GROUP, INC.
Ref. Number: P96000024499

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to resign as registered agent is $87.50. The fee to resign as an officer and director is $35.00.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 496A00038022

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 AUG 23 AM 10:27
APPROVED AND FILED

AFFIDAVIT OF RESIGNATION OF REGISTERED AGENT

STATE OF FLORIDA)

COUNTY OF DADE)

I, FRANCISCO J. CASTILLO, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, FRANCISCO J. CASTILLO, hereby resign as Registered Agent of PALM GROUP, INC., a Florida corporation;

That the corporation has been notified in writing of the resignation.

95 AUG 23 AM 11:2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

FRANCISCO J. CASTILLO,
Registered Agent

Sworn to (or affirmed) and subscribed before me this 9th day of July, 1996, by Francisco J. Castillo.

NOTARY PUBLIC - State of Florida

Personally known ________ OR Produced Identification ✓

Type of Identification Produced FL. D/L C234-250-65-456-0

Notary Public
DANAE M RAMIREZ
State of Florida
My Comm. Exp. Jan 09 00/25
Comm# CC2[illegible]

P96000024499

Requestor's Name

Address

GARCIA, PEREZ-SIAM & GRUENINGER
265 Sevilla Avenue
Coral Gables, Florida 33134

Office Use Only

BER(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
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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TALLAHASSEE, FLORIDA

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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Examiner's Initials	LFT

CR2E031(1/95)

AFFIDAVIT OF RESIGNATION OF OFFICER AND DIRECTOR

96 AUG 16 PM 2 17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF DADE)

I, FRANCISCO J. CASTILLO, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, FRANCISCO J. CASTILLO, hereby resign as Vice-President and Secretary of PALM GROUP, INC., a Florida corporation;

That the corporation has been notified in writing of the resignation.

FRANCISCO J. CASTILLO, Vice-President and Secretary

Sworn to (or affirmed) and subscribed before me this 9th day of July, 1996, by Fran~isco J. Castillo.

NOTARY PUBLIC - State of Florida

Personally known ________ OR Produced Identification ✓

Type of Identification Produced FL. D/L C234-250-65-486-0

DANAE M RAMIREZ
Notary Public State of Florida
My Comm. Exp 09/08/99
Comm# CC213398

P96000024499

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October [illegible], 1996

PALM GROUP, INC.
1702 S.W. 8TH STREET
MIAMI, FL 33135

SUBJECT: PALM GROUP, INC.
Ref. Number: P96000024499

Our records indicate the registered agent for the above named corporation resigned on August 23, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of $35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain
Corporate Specialist

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1996

PALM GROUP, INC.
1702 S.W. 8TH STREET
MIAMI, FL 33135

SUBJECT: PALM GROUP, INC.

Document #: P96000024499

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain
Corporate Specialist
Amendment Section
Division of Corporations

Letter Number: 696A00054430

State of Florida

Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for PALM GROUP, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of December 4, 1996 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P96000024499.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the Fourth day of December, 1996

Sandra B. Mortham
Secretary of State

CR2EO22 (2-95)