

TOTAL PRACTICE
PERSONAL INJURY AND WRONGFUL DEATH
ADMINISTRATIVE LAW

LAW OFFICE OF
ROBERT WOOLFORK

ATTORNEY AND COUNSELLOR AT LAW
P.O. BOX 11161
317 EAST PARK AVENUE
TALLAHASSEE, FLORIDA 32301

TELEPHONE
(904) 224-9887

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SUBJECT: P.M. PRODUCTS, INC.

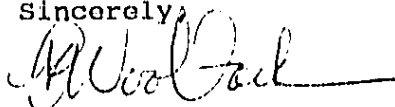
Gentlemen/Ladies:

Enclosed is an original and one (1) copy of the Articles of Incorporation and our Trust Account Check No. _____ for \$122.50

FROM: Robert Woolfork, Esq.
The Murphy House
317 East Park Avenue
Tallahassee, FL 32301-1513
(904) 224-9887

Your expeditious processing of these corporate papers is appreciated.

Sincerely,



Robert Woolfork

RW:at

Attachments

01:PM:PROJ:INC. PRO

95 APR 4 PM 4:30
TALLAHASSEE, FLORIDA
Hickman

95 APR 4 PM 4:30
TALLAHASSEE, FLORIDA
Hickman

ARTICLES OF INCORPORATION
OF
P.M. PRODUCTS, INC.

FILED
96 APR -4 PM 4:32
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - Name

The name of this Corporation shall be P.M. PRODUCTS, INC. ...

ARTICLE II - Principal Office

The principal place of business and mailing address of this Corporation shall be: 7500 Talley Ann Drive, Tallahassee, FL 32301. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III - Capital Stock

(1) The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: One million shares of voting common stock, each share having a par value of Five Dollars (\$5.00). The consideration for said shares of stock may be paid for in cash, labor, services, real or personal property, at a just valuation thereof to be fixed by the Board of Directors at a meeting held for that purpose.

(2) The shares of stock to be issued by the Corporation shall

be issued and accepted and held subject to the following provisions and restrictions upon sales and transfer thereof:

In the event that a stockholder, by which term is included the executors, administrators, heirs, legatees and the nominee or personal representative of any stockholder, shall desire to sell, assign, give or transfer any share of stock in the Corporation, such stockholder must, by giving written notice of such desire to a majority of the Board of Directors, first afford to the Corporation or the nominee of its Board of Directors, the right and privilege for sixty (60) days to purchase the same at a price and upon the terms which shall be agreed upon in writing between such stockholders and the Corporation or such nominee. In the event that any such stockholder and the Corporation shall fail to agree upon the price and terms within the time provided for and in the event that all the stockholders and the Corporation have not hereafter otherwise provided by Agreement for the price and terms for the purchase of said stock, then the price shall be equal to the book value of the stock, and not stock of the Corporation shall be transferred upon its books unless the foregoing provisions have been complied with, and any attempt to transfer such stock in any other manner shall be void.

ARTICLE IV - Initial Registered Agent and Street Address

The Name and Street Address of the initial registered agent is: Robert Woolfork, The Murphy Houses, 317 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE V

The name(s) and street address(es) of the Incorporator (s) to these Articles of Incorporation is(are):

BRUCE MAYBERRY
5390 Appolodoro Lane
Tallahassee, FL 32308

ROBERT PROVITT
7500 Talley Ann Drive
Tallahassee, FL 32311

ARTICLE VI - Purpose

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VII - Existence

This Corporation shall have perpetual existence.

ARTICLE VIII - Directors

The number of Directors of this Corporation shall not be less than one (1) nor more than seven (7) as may be fixed by the By-Laws.

The names and street addresses of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws, and applicable Florida Statutes, shall hold office for the first year of existence of the Corporation, or

until their successor(s) is/are elected and qualified are:

BRUCE MAYBERRY
President
5390 Appolodora Lane
Tallahassee, FL 32308

ROBERT PROVITT
Secretary/Treasurer
7500 Talley Ann Drive
Tallahassee, FL 32311

except the President shall not also be the Secretary/Treasurer or an Assistant Secretary/Treasurer of the Corporation.

ARTICLE IX - BY-LAWS

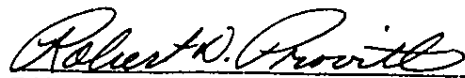
The power to adopt, alter, amend or repeal By-laws shall be vested in and is hereby reserved to the shareholders. By-laws shall be adopted, altered, amended or repealed as provided therein.

ARTICLE X - Modification

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned incorporator(s) have executed these Articles of Incorporation this 29 day of March, 1996.


BRUCE MAYBERRY


ROBERT PROVITT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

96 APR -4 PM 4:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 or 607.0502, 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:

P.M. PRODUCTS, INC.

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

ROBERT WOOLFORK, ESQ.
The Murphy House
317 East Park Avenue
Tallahassee, FL 32301

HAVING BEEN NAMED AS 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.



ROBERT WOOLFORK, ESQ.

4/4/1996 (Date)

ainc.pro

DEBIT MEMORANDUM

FOR OFFICIAL USE

DATE

NUMBER

TO :
DEPARTMENT OF STATE

P96 0000 29711

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,318.61	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,318.61	OTHER	4

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		1	2.50
12	45-20-2-130001-45300000-00-000100-00		4	35.00
12	45-20-2-130001-45300000-00-000100-00		3	102.00
12	45-20-2-130001-45300000-00-000100-00		2	122.50
12	45-20-2-130001-45300000-00-000100-00		4	443.67
12	45-20-2-130001-45300000-00-000100-00		2	612.94

GRAND TOTAL: \$ 1,318.61

63405

96 APR 26 AM 10:19
FINANCIAL MANAGEMENT

RECEIVED

Process Date: 04/12/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer

LINDA PROWITT
7500 TALLEY ANN DRIVE
TALLAHASSEE, FL 32301

4/4/1996 228

DATE OF
ORDER

Division of Cooperative Services
One hundred twenty five 122.50

Florida State University Book, Supplies, and
FLORIDA FEDERAL CREDIT UNION
FLORIDA DEPARTMENT OF AGRICULTURE
TALLAHASSEE, FLORIDA 32311-3000

122.50
\$25 DOLLARS

Separate May

Divided by Proffitt

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DEPT OF STATE 4500453
DO NOT WRITE IN THESE SPACES
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***1221

BARNETT JAX FL



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1996

Linda Provitt
7500 Talley Ann Drive
Tallahassee, FL 32301

SUBJECT: P.M. PRODUCTS, INC.
Ref. Number: P96000029711

Debit Memo #: 63405-D

This is to inform you that your check #228 dated April 4, 1996 in the amount of \$122.50 and submitted for P.M. PRODUCTS, INC. has been returned to us by your bank because of Insufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 396A00021285



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 7, 1996

Linda Provitt
7500 Talley Ann Drive
Tallahassee, FL 32301

SUBJECT: P.M. PRODUCTS, INC.
Ref. Number: P96000029711

Debit Memo #: 63405-D

Due to your failure to respond to our previous letter advising you of the returned check #228, the Articles of Incorporation for P.M. PRODUCTS, INC. have been cancelled and are considered not filed as of June 6, 1996.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 996A00028494