

P96000085106

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

3000001972539--0
-10714708-01017-029
****122.50 ****122.50

Pompano Properties, Inc.

☒ Profit Mts. of Inc.

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☒ Certified Copy

☐ Photo Copies

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Merger

☐ Mark

☐ Other UCC Filing

☐ Change of R.A.

☐ Fic. Name

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☐ After 4:30

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10-14

CR2E031 (1-89)

W96-21739

RECEIVED
96 OCT 14 PM 12:30
DIVISION OF CORPORATION

FILED

96 OCT 14 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1996

CT CORPORATION SYSTEM

TALLAHASSEE,

West
SUBJECT: POMPANO PROPERTIES, INC.
Ref. Number: W96000021739

We have received your document for POMPANO PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 196A00046647

Neysa,

10-15-96

*Please see changes +
back date to 10-14-96.*

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314 *Thanks!*

Tamara

ARTICLES OF INCORPORATION

OF

POMPANO WEST PROPERTIES, INC.

FILED

96 OCT 14 PM 2:49

SECRET
TALLAHASSEE STATE

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Act of State of Florida, does hereby certify as follows:

FIRST: The name of the corporation is Pompano West Properties, Inc. (the "Corporation")

SECOND: The address of the initial principal office of the Corporation in the State of Florida and ~~Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324~~ The mailing address is 1102 North Ocean Blvd., Palm Beach 33480.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of Florida.

FOURTH: The total number of shares of capital stock which the Corporation is authorized to issue is one thousand (1,000) shares, all of which shall be shares of Common Stock and shall have a par value of one cent (\$.01) per share.

No holder of any stock of the Corporation of any class now or hereafter authorized, shall, as such holder, be entitled as of right to purchase or subscribe for any shares of stock of the Corporation of any class or any series now or hereafter authorized, or any securities convertible into or exchangeable for any such shares, or any warrants, options, rights or other instruments evidencing rights to subscribe for, or purchase, any such shares, whether such shares, securities, warrants, options, rights or other instruments be unissued or issued and thereafter acquired by the Corporation.

FIFTH: The name and mailing address of the incorporator is: Joanne B.L. Arnold, c/o Esanu Katsky Korins & Siger, 605 Third Avenue, New York, New York 10158.

SIXTH: Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter, a "proceeding"), by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee or agent or in any other capacity while serving as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Florida General Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts paid or to be paid in settlement) reasonably incurred or suffered by such person in connection therewith and such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors and administrators; provided, however, that the Corporation shall indemnify any such person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person only if such proceeding (or part thereof) was authorized by the Board of Directors of the Corporation. The right to indemnification conferred in this Article SIXTH shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding; in advance of its final disposition to the extent and in the manner provided by the Florida General Corporation Act. The Corporation may, by action of its Board of Directors, and to the extent

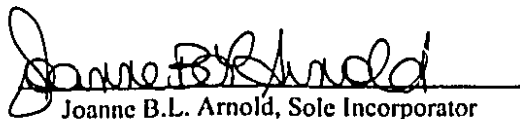
permitted by the Florida General Corporation Act, provide indemnification to employees and agents of the Corporation with the same scope and effect as the foregoing indemnification of directors and officers

The right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this Article SIXTH shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, by-law, agreement, vote of stockholders or disinterested directors or otherwise.

The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the Florida General Corporation Act.

SEVENTH: The street address of the initial registered office of the Corporation is c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the registered agent at such address is CT Corporation System.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 10th day of October, 1996.


Joanne B.L. Arnold, Sole Incorporator

Acceptance by the Registered Agent as required in Section 607.0501 (3) F.S.: CT Corporation System is familiar with and accepts the obligations provided for in Section 607.0505.

CT CORPORATION SYSTEM

Dated: October 11, 1996

By: Connie Bryan

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Name of Officer

Title of Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA