

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

P96000090580

ACCOUNT NO. : 072100000032

REFERENCE : 142637 - 81293A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : November 4, 1996

ORDER TIME : 11:02 AM

ORDER NO. : 142637-005

800001995278--9

CUSTOMER NO: 81293A

CUSTOMER: Ms. Lisa Kendrick
SORGINI & SORGINI

300 N. Federal Way

Lake Worth, FL 33460

DOMESTIC FILING

NAME: PAN AMERICAN HARDWOODS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

Dmc 11/4/96

FILED
96 NOV -4 PM 4:05
TALLAHASSEE, FLORIDA
96 NOV -4 PM 2:09
OFFICE OF THE
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

FILED

96 NOV -4 PM 4:05

DEPT. OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PAN AMERICAN HARDWOODS, INC.**

ARTICLE I. CORPORATE NAME.

The name of this corporation is: PAN AMERICAN HARDWOODS,
INC.

ARTICLE II. PRINCIPAL OFFICE.

The address of the principal office and the mailing
address of the corporation is:

4000 Lake Avenue
West Palm Beach, FL 33405

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by
this Corporation is to engage in any and all business permitted
under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

VI. INITIAL REGISTERED AGENT AND ADDRESS.

The name and address of the initial Registered Agent is:

DABNEY MOORE
146 Seaspray Avenue
Palm Beach, FL 33480

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have three (3) directors initially. The number of directors may be diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

RANDALL J. LABADIE
4000 Lake Avenue
West Palm Beach, FL 33405

PHILIP BARTLEY MOORE
146 Seaspray Avenue
Palm Beach, FL 33480

DABNEY MOORE
146 Seaspray Avenue
Palm Beach, FL 33480

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS.

The name and street address of the persons signing these Articles of Incorporation as the INCORPORATORS are:

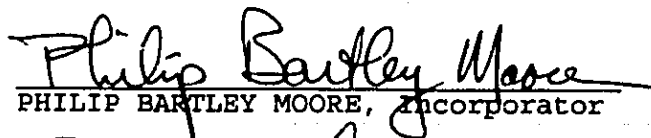
RANDALL J. LABADIE
4000 Lake Avenue
West Palm Beach, FL 33405

PHILIP BARTLEY MOORE
146 Seaspray Avenue
Palm Beach, FL 33480

ARTICLES X. AMENDMENT.

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as INCORPORATORS, have executed the foregoing Articles of Incorporation on this 28th day of October, 1996.


PHILIP BARTLEY MOORE, Incorporator


RANDALL J. LABADIE, Incorporator

FILED

96 NOV -4 PM 4:05

ACCEPTANCE AS REGISTERED AGENT

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

DATED this 28th day of October, 1996.

Dabney Moore

DABNEY MOORE
Resident Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 28th day of October, 1996, by RANDALL J. LABADIE and PHILIP BARTLEY MOORE, Incorporators.



LISA A. KENDRICK
MY COMMISSION # CC284006 EXPIRES
May 6, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

Lisa A. Kendrick

Notary Public, State of Florida at Large

PHILIP BARTLEY MOORE
Personally Known ✓ Produced Identification X

Type of Identification Produced RANDALL J. LABADIE
FL DRIVER'S LICENSE L130730-53-403-0

Who did take an Oath _____ Who did not take an Oath X

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 28th day of
October, 1996, by DABNEY MOORE, Registered Agent.

LISA A. KENDRICK
NOTARY COMMISSION # CC284008 EXPIRES
May 6, 1997
BONDED THRU TROY FARM INSURANCE, INC.

Lisa A. Kendrick
Notary Public, State of Florida at Large

Personally Known X Produced Identification _____

Type of Identification Produced _____

Who did take an Oath _____ Who did not take an Oath X