

P96000103323

12/23/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

3:36 PM

((H96000017958 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: HOLLAND & KNIGHT  
CONTACT: KATHY S HEBERER  
PHONE: (407)425-8500

ACCT#: 075350000340

FAX #: (407)244-5288

NAME: PARAMOUNT DEVELOPMENT CORPORATION

AUDIT NUMBER.....H96000017958

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Alt-A menu, Alt-H help || CSERVE24 || Capture Off

|| Prn Off || 0:

RECEIVED

96 DEC 24 PM 8:02

RECEIVED  
TALLAHASSEE, FLORIDA

RECEIVED  
TALLAHASSEE, FLORIDA

96 DEC 24 AM 10:11

FILED

PA 12/26/96

H96000017958

FILED

ARTICLES OF INCORPORATION 96 DEC 24 AM 10:12  
OF

**PARAMOUNT DEVELOPMENT CORPORATION** STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Paramount Development Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be:

Paramount Development Corporation.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business of the corporation shall be 1898 Sea Grape Way, Daytona Beach, Florida 32124, and the mailing address of the corporation shall be Post Office Box 291700, Port Orange, Florida 32129.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

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

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

This instrument prepared by:  
Louie T.M. Conti Fla. Bar No. 346608  
Holland & Knight Post Office Box 1526  
Orlando, Florida 32802 407 / 423-8500  
H96000017958

H96000017958

**ARTICLE VI. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Louis T.M. Conti, 200 South Orange Avenue, Suite 2600, Orlando, Florida 32801.

**ARTICLE VII. INITIAL BOARD OF DIRECTOES**

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Jerry Johnson, Jr.	1898 Sea Grape Way Daytona Beach, Florida 32124

**ARTICLE VIII. INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Louis T.M. Conti	200 South Orange Avenue Suite 2600 Orlando, Florida 32801

The incorporator of the corporation assigns to this corporation its rights under Section 607.0201, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the board of directors any rights the incorporator may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

H96000017958

H96000017958

### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of December, 1996.

  
\_\_\_\_\_  
Louis T. Conti  
Incorporator

H96000017958

H96000017958

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT**

FILED  
96 DEC 24 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following  
is submitted:

That Paramount Development Corporation desiring to organize under the  
laws of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation, at 1898 Sea Grape Way, Daytona Beach, Florida 32124 has named Louis  
T.M. Conti located at 200 South Orange Avenue, Suite 2600, Orlando 32801, County  
of Orange, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the  
corporation named above, at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in that 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: December 23, 1996

  
\_\_\_\_\_  
Louis T.M. Conti, Registered Agent

ORL-180387

H96000017958