

CONTACT:

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UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

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-01/16/97--01079--025

\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 P. B. N. B. T. Inc. (Corporation Name) (Document #)

2 \_\_\_\_\_ (Corporation Name) (Document #)

3 \_\_\_\_\_ (Corporation Name) (Document #)

4 \_\_\_\_\_ (Corporation Name) (Document #)

☒ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR  
PICKUP BY  
UCC SERVICES**

Examiner's Initials

ARTICLES OF INCORPORATION

OF

P.B.N.B.T., INC.

FILED  
97 JAN 16 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator under the Florida General Corporation Act, adopts the following Articles of Incorporation:

1. Name. The name of this Corporation is:

P.B.N.B.T., INC.

2. Duration and Commencement of Existence. This Corporation shall exist perpetually. The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation by the Secretary of State.

3. Purpose. The Corporation is initially organized for the purpose of holding property such as real estate acquired by the bank through foreclosure or otherwise in good faith to compromise a doubtful claim or in the ordinary course of collecting a debt previously contracted as permitted under the laws of the United States and the state of Florida; provided, however, that all such activities shall be restricted to those permitted for national banks under the national banking laws and regulations of the United States. The Corporation may sell, transfer or lease all real estate or personal property acquired or otherwise do all lawful things required and permitted under the laws of Florida or permitted for national banks under the national banking laws and regulations of the United States.

4. Capital Stock. The aggregate number of shares which this Corporation shall have authority to issue is 100 shares of \$1.00 par value common stock.

5. Principal Office. The principal place of business and mailing address of this Corporation is 125 Worth Avenue, Palm Beach, Florida 33480.

6. Registered Office and Agent. The street address of the initial registered office of this Corporation is 303 Banyan Boulevard, Suite 400, West Palm Beach, Florida 33401 and the name of the initial registered agent of this Corporation at that address is Herbert C. Gibson.

7. Directors. The number of directors constituting the initial board of directors is four  
(4). The name and address of the initial directors are:

George Slaton of 125 Worth Avenue, Palm Beach, Florida 33480;  
H. Loy Anderson of 125 Worth Avenue, Palm Beach, Florida 33480;  
James Anthony of 125 Worth Avenue, Palm Beach, Florida 33480; and  
Bertram R. Copeland of 125 Worth Avenue, Palm Beach, Florida 33480.

8. **Incorporator.** The name and address of the sole incorporator is Herbert C. Gibson, Gibson & Loggins, P.A., 303 Banyan Boulevard, Suite 400, West Palm Beach, Florida 33401.

9. **Officers.** The officers of the Corporation shall be

President: H. Loy Anderson  
Vice President: James Anthony  
Vice President: Bertram R. Copeland  
Secretary/Treasurer: Annis Arasim

10. **Shareholders.** The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stock.

11. **Common Stock.** The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Corporation as may be issued for money from time to time, in addition to that stock authorized by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

12. **Cumulative Voting.** The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or a Vice President of said Corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

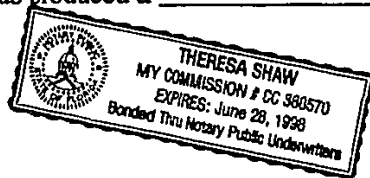
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of January, 1997.

  
Herbert C. Gibson

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

**SWORN** to and **SUBSCRIBED** before me this 14<sup>th</sup> day of January, 1997, by Herbert C. Gibson as registered agent and incorporator of P.B.N.B.T., INC., on behalf of said Corporation. He

✓ is personally known by me, or  
\_\_\_\_\_ he has produced a \_\_\_\_\_ as identification.



Theresa Shaw  
NOTARY PUBLIC  
(Printed name) \_\_\_\_\_  
My commission expires: \_\_\_\_\_

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
97 JAN 16 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.B.N.B.T., INC.**
13. The name and address of the registered agent and office is:

**HERBERT C. GIBSON  
Gibson & Loggins, P.A.  
303 Banyan Boulevard, Suite 400  
West Palm Beach, Florida 33401**

*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.*

**DATED: January 14, 1997**

  
Herbert C. Gibson