

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

| REQUEST | TAKEN   | CONFIRMED | APPROVED |
|---------|---------|-----------|----------|
| DATE    | 1/24/97 |           |          |
| TIME    | 11:15   |           |          |
| BY      | CD/DR   |           |          |

WALK-IN  
Will Pick Up \_\_\_\_\_

*See*  
*1/24*

RE: Maxwell Partners Development  
Company

|   | C.C. FEE.             | DISBURSED  |
|---|-----------------------|------------|
| <input checked="" type="checkbox"/> Capital Express™                          |                       |            |
| <input checked="" type="checkbox"/> Art. of Inc. File                         |                       |            |
| <input type="checkbox"/> Corp. Record Search                                  |                       |            |
| <input type="checkbox"/> Ltd. Partnership File                                |                       |            |
| <input type="checkbox"/> Foreign Corp. File                                   |                       |            |
| <input checked="" type="checkbox"/> ( ) <del>Corp.</del> Copy(s) <i>photo</i> |                       |            |
| <input type="checkbox"/> Art. of Amend. File                                  |                       |            |
| <input type="checkbox"/> Dissolution/Withdrawal                               |                       |            |
| <input type="checkbox"/> C U S-   |                       |            |
| <input type="checkbox"/> Fictitious Name File                                 |                       |            |
| <input type="checkbox"/> Name Reservation                                     |                       |            |
| <input type="checkbox"/> Annual Report/Reinstatement                          |                       |            |
| <input type="checkbox"/> Reg. Agent Service                                   |                       |            |
| <input type="checkbox"/> Document Filing                                      |                       |            |
| <input type="checkbox"/> Corporate Kit  | 000002868838          | 2          |
| <input type="checkbox"/> Vehicle Search                                       | -01/24297--00081--025 |            |
| <input type="checkbox"/> Driving Record                                       | *****70.00            | *****70.00 |
| <input type="checkbox"/> Document Retrieval                                   |                       |            |
| <input type="checkbox"/> UCC 1 or 3 File                                      |                       |            |
| <input type="checkbox"/> UCC 11 Search  |                       |            |
| <input type="checkbox"/> UCC 11 Retrieval                                     |                       |            |
| <input type="checkbox"/> File No.'s, _____ Copies                             |                       |            |
| <input type="checkbox"/> Courier Service                                      |                       |            |
| <input type="checkbox"/> Shipping/Handling                                    |                       |            |
| <input type="checkbox"/> Phone ( )  |                       |            |
| <input type="checkbox"/> Top Priority   |                       |            |
| <input type="checkbox"/> Express Mail Prep.                                   |                       |            |
| <input type="checkbox"/> FAX ( )  | pgs.                  |            |

## SUBTOTALS

|                                |  |
|--------------------------------|--|
| FEE.....                       |  |
| DISBURSED.....                 |  |
| SURCHARGE.....                 |  |
| TAX on corporate supplies..... |  |
| SUBTOTAL.....                  |  |
| PREPAID.....                   |  |
| BALANCE DUE.....               |  |

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

RECEIVED  
96 JAN 24 AM 11:48  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA  
97 JAN 24 PM 3:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MAXWELL PARTNERS DEVELOPMENT COMPANY**

FILED  
97 JAN 24 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation ("Corporation") is MAXWELL PARTNERS DEVELOPMENT COMPANY.

**ARTICLE II**

The purpose of the Corporation is to purchase, hold, develop and sell real property, and any activity or business permitted under the laws of the United States or the State of Florida.

**ARTICLE III**

The street address of the principal office of the Corporation is 3160 Miro Drive South, Palm Beach Gardens, Florida 33410.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is 1,000.00, all of which shall be Common Shares with a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

The period of the Corporation's existence is perpetual.

**ARTICLE VI**

The initial street address of the Corporation's registered office is 4100 RCA Blvd., Suite 100, Palm Beach Gardens, Florida 33410. The initial registered agent for the Corporation at that address is Barry B. Byrd.

**ARTICLE VII**

The initial board of directors shall consist of one member. The names and address of the person who will serve on the initial board of directors is:

| <u>Name</u>   | <u>Address</u>  |
|---------------|---|
| Barry B. Byrd | 4100 RCA Blvd., Suite 100<br>Palm Beach Gardens, FL 33410 |

ARTICLE VIII

The names and street addresses of the persons signing these Articles of Incorporation are:

| <u>Name</u>   | <u>Address</u>  |
|---------------|---|
| Barry B. Byrd | 4100 RCA Blvd., Suite 100<br>Palm Beach Gardens, FL 33410 |

ARTICLE IX

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

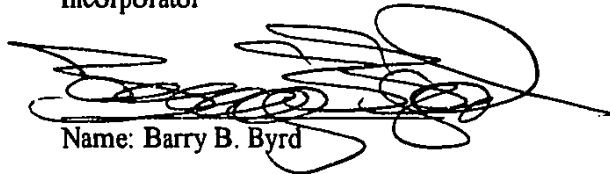
|               |   |
|---------------|---|
| Barry B. Byrd | 4100 RCA Blvd., Suite 100<br>Palm Beach Gardens, FL 33410 |
|---------------|---|

ARTICLE X

These Articles of Incorporation may be amended in any manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22<sup>nd</sup> day of January, 1997.

Incorporator

  
Name: Barry B. Byrd

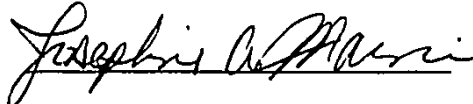
STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of January, 1997, by BARRY B. BYRD, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.



(SEAL)

NOTARY PUBLIC

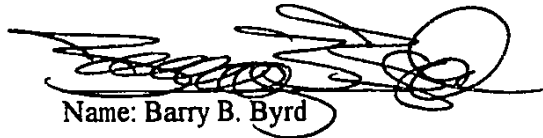


Josephine A. Marino  
(Print Name)

My Commission Expires: 8/1/99

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MAXWELL PARTNERS DEVELOPMENT COMPANY at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
Name: Barry B. Byrd

Date: January 22<sup>nd</sup> 1997

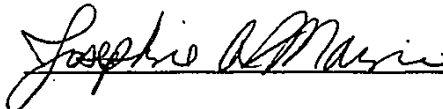
STATE OF FLORIDA

COUNTY OF PALM BEACH

FILED  
91 JAN 24 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of January, 1997, by BARRY B. BYRD, who is personally known to me or who has produced as identification and who did take an oath.

NOTARY PUBLIC



(SEAL)

Josephine A. Marino  
(Print Name)

My Commission Expires: 8/1/99