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\*\*\*\*\*78.75 \*\*\*\*\*78.75

February 11, 1997

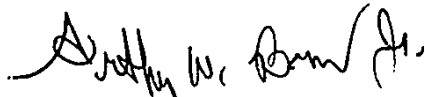
FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 10 AM 11:28

Dear Sirs,

Enclosed is a check for \$78.75, for incorporating South Palmco Inc.. Please send all mail to  
Rubicon Business Security & Financial Services Inc. At 8120 4th St. N. Ste. 3 St. Petersburg, FL  
33702.

Sincerely,



Arthur W. Brown Jr.  
President

KM/lf

W97-3984  
1109

5/3/10



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 3, 1997

ARTHUR W. BROWN, JR.  
8120 4TH STREET N.  
SUITE 3  
ST. PETERSBURG, FL 33702

SUBJECT: SOUTH PALMCO INC.  
Ref. Number: W97000003984

We have received your document for SOUTH PALMCO INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The acceptance of registered agent designation page must be corrected to show the correct name of the registered agent.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 697A00010841



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 19, 1997

ARTHUR W. BROWN, JR.  
8120 4TH STREET N.  
SUITE 3  
ST. PETERSBURG, FL 33702

SUBJECT: SOUTH PALMCO INC.  
Ref. Number: W97000003984

We have received your document for SOUTH PALMCO INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 397A00008747

**ARTICLES OF INCORPORATION  
OF  
SOUTH PALMCO INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 10 AM 11:28

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby to form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **SOUTH PALMCO INC.**

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 2 Adalia St. #507 Tampa, FL 33606, and the mailing address is the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this corporation is:

A. Walter Brown  
8120 4th st. N.  
St. Petersburg, Florida 33702

**ARTICLE 5 - PRESIDENT**

The initial President of the corporation shall be Robert J. Mauro whose address shall be the same as the principal office of the corporation.

**ARTICLE 6 - CORPORATION CAPITALIZATION**

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE 7 - POWERS OF CORPORATION**

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 8 - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE 9 - TITLE**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of the registered office of this corporation is Rubicon Business Security & Financial Services Inc. doing located at 8120 4th St. N Ste. 3, St. Petersburg, FL 33702. The name and address of the registered agent of this corporation is Rubicon Business Security & Financial Services Inc. 8120 4th St. N. St. Petersburg, FL 33702

#### **ARTICLE 11 - BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

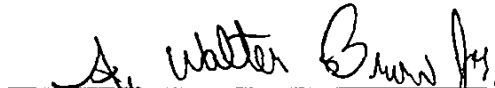
#### **ARTICLE 12 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 13 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment thereto, or to add any provision to these Articles of Incorporation or to any amendment thereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**IN WITNESS THEREOF**, I have hereunto set my hand and seal, acknowledges and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10th day of February, 1997.

  
A. Walter. Brown, Jr., Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Rubicon Business Security & Financial Services Inc., having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Rubicon Business Security & Financial Services Inc.

By: A. Walter Brown Jr.  
A. Walter Brown Jr., President

THE FLORIDA  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 10 AM 11:28