

P970000 37305



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 344501 124904A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizito*

ORDER DATE : April 25, 1997

ORDER TIME : 1:18 PM

ORDER NO. : 344501-005

CUSTOMER NO: 124904A

CUSTOMER: John P. Miller, Cpa  
JOHN P. MILLER, C.P.A., P.A.

2499 Glades Road, Suite 305a

Boca Raton, FL 33431

800002155488--8

DOMESTIC FILING

NAME: PALADO, 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: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

APR 25 1997.

**JOHN P. MILLER, C.P.A., P.A.**

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**Certified Public Accountant**

April 24th, 1997

2499 Glades Road  
Suite 305A  
Boca Raton, Florida 33431  
Boca Raton: (407) 368-9777  
Broward: (305) 943-4603  
Fax: (407) 368-6477

RE: Palado, Inc.

To Whom It May Concern:

The name Palado is not a word in the English or Spanish dictionaries. It was not intended to be an English or Spanish word. It is simply a combination of the first two letters of the first names of each of the principal shareholders.

FILED  
97 APR 25 PM 2:48  
TALLAHASSEE, FLORIDA

FILED  
97 MAR 25 PM 2:32  
TALL

ARTICLES OF INCORPORATION

of

**PALADO, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

**PALADO, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Palado, Inc.  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Three Hundred (300) Shares of One Dollar (\$1.00)  
Par Value Common Stock.

#### ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

Donald J. O'Malley  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

#### ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Donald J. O'Malley  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

Paul J. Watterworth  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

Laurence H. Brennen  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

The undersigned have executed these Articles of  
Incorporation this 22nd day of April, 1997.

X Donald J. O'Malley

Donald J. O'Malley, President/Director

X Paul J. Watterworth

Paul J. Watterworth, Vice-President/Director

X Laurence H. Brennen

Laurence H. Brennen, Secretary/Director

CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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 Palado, Inc.
2. The name and address of the registered agent and office is:

Donald J. O'Malley  
3650 North Federal Highway, Suite 215  
Lighthouse Point, FL 33064

SIGNATURE Donald J. O'Malley  
TITLE: PRESIDENT  
DATE: 4-22-97

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Donald J. O'Malley  
DATE: 4-22-97

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