

P97000058532
DIME

THE DIME SAVINGS BANK OF NEW YORK, FSB

(516) 745-2918
FAX: 745-2941

LAW DEPARTMENT
EAB PLAZA-EAST TOWER, 15th FLOOR
UNIONDALE, NY 11556-0125

June 25, 1997

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/26/97--01057--021
****122.50 ****122.50

Re: PANTHER LANE INC.

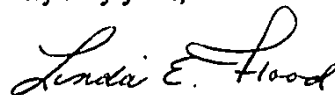
Gentlemen:

Enclosed is a signed original and one(1) copy of the signed original of the Articles of Incorporation pertaining to the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 payable to DEPARTMENT OF STATE in payment of fees (filing-\$35, designation of Registered Agent-\$35, and certified copy-\$52.50).

Please file the Articles of Incorporation on behalf of Panther Lane Inc. and mail a certified copy of same to the address of the following registered agent:

William P. McCaughan
80 S.W. 8th Street - Suite 2803
Miami, FL 33130

Very truly yours,



Linda E. Flood
Senior Paralegal

FILED
97 JUL -3 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

me 7/3/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 27, 1997

WILLIAM P. MCCAUGHAN
80 S.W. 8TH STREET
SUITE 2803
MIAMI, FL 33130

SUBJECT: PANTHER LANE INC.
Ref. Number: W97O00014980

We have received your document for PANTHER LANE INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 297A00033988

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PANTHER LANE INC.

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

ARTICLE ONE

NAME

The name of the corporation shall be PANTHER LANE INC.

ARTICLE TWO

DURATION

The duration of the corporation is to be perpetual.

ARTICLE THREE

PURPOSE

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

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is two hundred shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of the corporation is:

William P. McCaughan
80 S.W. 8th Street - Suite 2803
Miami, Florida 33130

The above address is also the corporate mailing address.

ARTICLE SIX

INITIAL BOARD OF DIRECTORS

The corporation shall have three(3) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are:

Richard Cassin
The Dime Savings Bank of New York, FSB
EAB Plaza-East Tower, 13th Floor
Uniondale, New York 11556-0123

James T. Freel
The Dime Savings Bank of New York, FSB
EAB Plaza-East Tower, 13th Floor
Uniondale, New York 11556-0123

William M. Neuner
The Dime Savings Bank of New York, FSB
EAB Plaza-East Tower, 13th Floor
Uniondale, New York 11556-0123

ARTICLE SEVEN

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

William P. McCaughan
80 S.W. 8th Street - Suite 2803
Miami, Florida 33130

ARTICLE EIGHT

BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors.

ARTICLE NINE

POWERS

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE TEN

INDEMNIFICATION


The corporation shall have the authority to indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE ELEVEN

AMENDMENT OF ARTICLES

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of this 25th day of June, 1997.


William P. M. Caughan

STATE OF FLORIDA)

ss.:

COUNTY OF DADE)

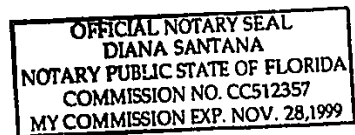
BEFORE ME, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared

WILLIAM P. MCCAUGHAN, to me known to be the person described herein and who executed the foregoing instrument as incorporator thereto.

WITNESS my hand and official seal in the county and state named above, this 25th day of June, 1997.

Diana Santana
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



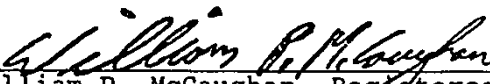
ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



William P. McCaughan, Registered Agent

ACCEPTANCE: I agree as Resident Agent to accept Service of Process: to keep my office open during prescribed hours; and to post my name (and any Officer of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



William P. McCaughan, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA