

P97000083727

DOAK S. CAMPBELL, III

ATTORNEY AT LAW

70 S. E. FOURTH AVENUE

DELRAY BEACH, FLORIDA 33483

TELEPHONE  
(561) 276-1890

TELECOPIER  
(561) 276-5803

September 23, 1997

Division of Corporations  
Corporate Records Bureau  
P O Box 6327  
Tallahassee, FL 32314

500002302885--0  
-09/25/97--01006--001  
\*\*\*122.50 \*\*\*122.50

Re: Articles of Incorporation  
Name of Corporation- PIB INTERNATIONAL INC.

To Whom It May Concern:

Enclosed please find Articles of Incorporation, original and one copy, together with a check in the amount of \$122.50 (112.50 for incorporation and 10.00 for certified copy of same). Thank you for your attention to this matter at your earliest convenience.

Sincerely yours,

*Doak Campbell*

Doak S. Campbell, III

DSC:hlb

encl.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 25 AM 4:16

9-26-97  
WS

**ARTICLES OF INCORPORATION  
OF**

**PIB INTERNATIONAL, INC.**

**Article I  
Name**

The name of the corporation is PIB International, Inc.

**Article II  
Duration**

This corporation shall have perpetual existence.

**Article III  
Purpose**

This corporation is organized for the purpose of conducting any and all lawful business.

**Article IV  
Capital Stock**

This corporation is authorized to issue 500 shares of stock at One Dollar (\$1.00) par value common stock.

**Article V  
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 750 Egret Circle, Delray Beach, Florida 33444 and the name of the initial registered agent of this corporation at the address is Claudio Colucci.

**Article VI  
Principal Office and Mailing Address**

The principal office and mailing address of the corporation is 750 Egret Circle, Delray Beach, Florida 33444.

**Article VII  
Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 25 AM 4:16

The name and address of the initial director of this corporation is:

Name	Claudio Colucci	Address	750 Egret Circle Delray Beach, FL 33444
------	-----------------	---------	---

#### **Article VIII Incorporator**

The name and address of the person signing these Articles is:

Name	Claudio Colucci	Address	750 Egret Circle Delray Beach, FL 33444
------	-----------------	---------	---

#### **Article IX Powers**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **Article X Meetings by Conference Telephone**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

#### **Article XI Action by Directors without a Meeting**

The directors of this corporation may take action by written consent, as provided by law.

#### **Article XII Indemnification**

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders

or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs and personal representatives of such person.

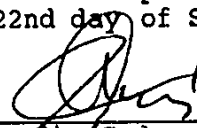
**Article XIII  
Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

**Article XIV  
Bylaws**

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of September, 1997.

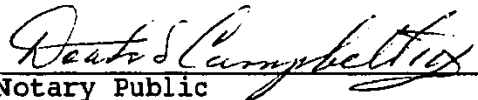
  
\_\_\_\_\_  
Claudio Colucci  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Claudio Colucci, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of September, 1997.

(SEAL)

  
Notary Public  
My Commission Expires:



Doug S. Campbell, III  
MY COMMISSION # CC855375 EXPIRES  
June 12, 2001  
BONDED THRU TROY FAJN INSURANCE, INC.

CERTIFICATE DESIGNATING BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED

FIRST--THAT PIB INTERNATIONAL, INC., DESIRING TO ORGANIZE  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS IN THE CITY OF **DELRAY BEACH**, STATE OF FLORIDA, NAMED  
CLAUDIO COLUCCI, OF PIB INTERNATIONAL, INC., AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

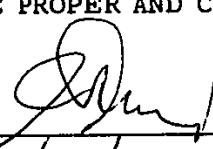
DATE

  
Incorporator  
9/22/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY  
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE

DATE

  
9/22/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 25 AM 4:16