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JOHN H. MYERS • ATTORNEY AT LAW

2831 Ringling Blvd. • Suite 107-B • Sarasota, FL 34237  
Tel (941) 955-2228 • Fax (941) 955-1291

December 18, 1997

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

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-12/26/97--01082--001  
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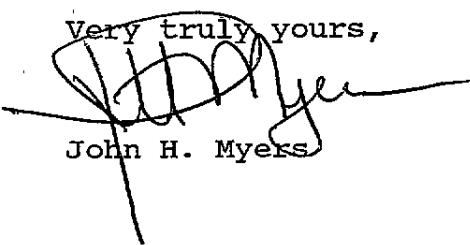
Re: Penguin Services of Southwest Florida, Inc.

Dear Sir/Madam:

Enclosed is an original and copy of Articles of Incorporation for Penguin Services of Southwest Florida, Inc. for filing, together with my trust check in the amount of \$122.50, for the filing fee.

Please register the Articles and return the recorded copy to the undersigned. Thank you.

Very truly yours,

  
John H. Myers

JHM/mm

enc.

FILED  
97 DEC 26 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. CHESSEB DEC 29 1997

ARTICLES OF INCORPORATION  
OF  
PENGUIN SERVICES OF SOUTHWEST FLORIDA, INC.

FILED  
97 DEC 26 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the incorporators form a corporation for profit under Florida law.

NAME

The name of this corporation is PENGUIN SERVICES OF SOUTHWEST FLORIDA, INC.

ADDRESS

The physical location of the corporation shall be at 2050 Ninth Street, Sarasota, FL 34237.

TERM

This corporation shall exist perpetually.

PURPOSE

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Florida law.

STOCK

The corporation is authorized to issue 10,000 shares of common stock with \$1.00 par value. The stockholders may dispose of the authorized and unissued stock from time to time. No stockholder has a preemptive right to purchase unissued, or treasury stock, or securities convertible into or carry a right to subscribe to or acquire stock.

REGISTERED AGENT

The registered agent for this corporation is JOHN H. MYERS,

the registered office is located at 2831 Ringling Blvd., B-107,  
Sarasota, FL 34237.

DIRECTORS

This corporation shall have no directors. The business of the corporation shall be managed by the stockholders.

INCORPORATORS

Laura C. Campbell, 2050 Ninth Street, Sarasota, FL 34237.

BY-LAWS

After adoption of the initial by-laws by the stockholders, by-laws may be adopted, amended or repealed by the stockholders of this corporation.

STOCK RESTRICTIONS

By agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The by-laws shall provide for transfer on the corporate books in conformity with this agreement.


DATED on the 23 day of December, 1997.

  
LAURA C. CAMPBELL

STATE OF FLORIDA

COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me on the  
23<sup>rd</sup> day of December, 1997, by LAURA C. CAMPBELL.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



Maryann Maass  
MY COMMISSION # CC691273 EXPIRES  
November 21, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to acting as registered agent  
for this corporation.

  
\_\_\_\_\_  
JOHN H. MYERS

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA