



ACCOUNT NO. : 072100000032

REFERENCE : 661558 4330594

AUTHORIZATION : *Patricia Project*

COST LIMIT : \$ 122.50

ORDER DATE : January 8, 1998

ORDER TIME : 9:24 AM

ORDER NO. : 661558-005

CUSTOMER NO: 4330594

900002393469--9

CUSTOMER: Margaret O. Ryder, Legal Asst  
ADORNO & ZEDER, P.A.

Suite 1600  
2601 South Bayshore Drive  
Miami, FL 33133

DOMESTIC FILING

NAME: P&O PARTNERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -8 AM 10:20

*JP*  
*1/8/98*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -8 AM 10:20

**ARTICLES OF INCORPORATION  
OF  
P&O PARTNERS, INC.**

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is P&O Partners, Inc. Its principal office address and business mailing address is 6201 SW 145th Street, Miami, Florida 33158.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.10 per share.

**ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Dennis J. Olle, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**


The initial Board of Directors shall consist of five members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the initial Board of Directors are:

| <b><u>Name</u></b> | <b><u>Address</u></b>  |
|--------------------|--|
| Ben Brashears      | 1224 South Hamilton Street<br>Dalton, Georgia 30720                |
| Craig A. Brumfield | 6201 SW 145th Street<br>Miami, Florida 33158                       |
| William Dudziak    | 2430 NE 35th Street<br>Lighthouse Point, Florida 33064             |
| Thomas Richardson  | 6411 SW 98th Street<br>Miami, Florida 33156                        |
| Gus Viduarreta     | 7650 Corporate Center Drive<br>Fifth Floor<br>Miami, Florida 33126 |

## **ARTICLE VII - INCORPORATOR**

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

| <b><u>Name</u></b>   | <b><u>Address</u></b>   |
|----------------------|---|
| Dennis J. Olle, Esq. | Adorno & Zeder, P.A.<br>2601 South Bayshore Drive<br>Suite 1600<br>Miami, Florida 33133 |

  
\_\_\_\_\_  
Dennis J. Olle, Incorporator

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -8 AM 10:20

The foregoing Articles of Incorporation of P&O Partners, Inc., were acknowledged before me this 7th day of January, 1998 by Dennis J. Olle, as Incorporator, who is personally known to me..



Margaret O'D. Ryder  
MY COMMISSION # CC655590 EXPIRES  
September 15, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

*Margaret O'D. Ryder*  
Notary Public, State of Florida  
*Margaret O.D. Ryder*  
(seal)

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for P&O Partners, Inc., at the place designated in the Articles of Incorporation, Dennis J. Olle agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: January 7, 1998

*Dennis J. Olle*  
Dennis J. Olle