

LAW OFFICES  
Burt E. Eisenberg, P.A.

Burt E. Eisenberg, J.D., Clerk of Court, Admitted Florida and South Carolina

Emerald Hills Professional Park  
4700 Shephard Street  
Hollywood, Florida 33021-3400  
Telephone (954) 964-7000  
Facsimile (954) 985-9941

Greg Bass, Esq., of Counsel

5150 Tamiami Trail North  
Suite 300  
Tallahassee, Florida 32304  
Telephone (941) 594-9056  
Facsimile (941) 594-9056

REPLY TO: Hollywood Office [x]  
Naples Office [ ]

Attorney's Title Insurance Fund  
660 E. Jefferson Street, Suite 200  
Tallahassee, FL 32301

RE: PAS CAPS, INC.

Dear Sir/Madam:

Enclosed please find a new corporation for filing. Please file as appropriate and fax a copy of the incorporation letter once obtained. A check to the Secretary of State for \$70.00 and to Attorney's Title for \$15.00 are enclosed.

Thank you in advance for your attention to this matter.

Sincerely yours,

BURT E. EISENBERG

BEE/ns

Encl.

FILED  
98 APR 23 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
98 APR 23 PM 2:19  
DIVISION OF CORPORATION

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-04/23/98--01098--003  
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FILED  
98 APR 23 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PAS CAPS, INC.**

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, Chapter 607, Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I. NAME AND PRINCIPAL ADDRESS**

The name of the corporation shall be PAS CAPS, INC.. The principal address of the Corporation will be 16251 NW 54 Avenue, Miami, FL 33014. The mailing address shall be the same.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III. PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

**ARTICLE IV. CAPITAL STOCK**

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares.

**ARTICLE V. PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16251 NW 54 Avenue, Miami, FL 33014 and the name of the initial registered agent at that address is Sam Berman.

ARTICLE VII. INCORPORATORS

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

NAMEADDRESS

Sam Berman

16251 NW 54 Avenue  
Miami, FL 33014

ARTICLE VIII. OFFICERS AND DIRECTORS

The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

NAMEADDRESS

Sam Berman, President & Secretary

16251 NW 54 Avenue  
Miami, FL 33014

Carolc Berman, Vice-President

16251 NW 54 Avenue  
Miami, FL 33014

Susan Wheeler, Vice-President

16251 NW 54 Avenue  
Miami, FL 33014

ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 30<sup>th</sup> day of April, 1998.

Sam Berman  
Subscriber - Sam Berman

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

BEFORE ME, the undersigned officer duly authorized to administer oaths, personally appeared Sam Berman known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, or who has produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30<sup>th</sup> day of April, 1998.

Susan H. Wheeler  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:



Susan H. Wheeler  
MY COMMISSION # CC632124 EXPIRES  
March 23, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

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**Certificate Designating Place of Business or Domicile for the Service of Process Within This State,  
Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091, Florida Statutes, the following is submitted:


That PAS CAPS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 16251 NW 54 Avenue, Miami, FL 33014, County of Dade, State of Florida, has named Sam Berman, located at 16251 NW 54 Avenue, Miami, FL 33014, County of Dade, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

Registered Agent

By:

  
Sam Berman

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BURT E. EISENBERG, P.A., 4700B Sheridan Street, Hollywood, FL 33021  
Phone: (954) 964-2900

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TALLAHASSEE, FLORIDA