

Division of Corporations

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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
Fax Number : (850)922-4001

## EFFECTIVE DATE

12-23-98

## From:

Account Name : WINTTER & ASSOCIATES, P.A.  
Account Number : 104726002563  
Phone : (954)920-7014  
Fax Number : (954)920-7080

SECRETARY OF STATE  
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FLORIDA PROFIT CORPORATION OR P.A.

PROMETHEAN INVESTMENT GROUP, INC.

Certificate of Status	0
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## ARTICLES OF INCORPORATION

OF

## PROMETHEAN INVESTMENT GROUP, INC.

The undersigned incorporator, a natural person, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

## ARTICLE I - NAME OF CORPORATION

The name of the corporation and its principal place of business is as follows:

PROMETHEAN INVESTMENT GROUP, INC.  
2239 Hollywood Boulevard  
Hollywood, Florida 33020

## ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

- A. To transact any and all lawful business for which corporations may incorporate under the Florida General Corporation Act.
- B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering of such services.

- C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the corporation enumerated in these Articles of Incorporation or

Prepared by:  
Ernst G. Winter, Esquire  
Winter & Associates, P.A.  
2239 Hollywood Boulevard  
Hollywood, Florida 33020  
(954) 920-7014

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any amendment thereto, and to do any act necessary or incidental to the protection and benefit of the corporation; and in general either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, or other laws of the State of Florida.

### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock.

### **ARTICLE IV - REGISTERED AGENT AND OFFICE**

The initial registered agent of this corporation shall be Ernst G. Winter and the initial registered office of this corporation shall be 2239 Hollywood Boulevard, Hollywood, FL, 33020.

### **ARTICLE V - ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of this corporation shall be 2239 Hollywood Boulevard, Hollywood, Florida, 33020.

### **ARTICLE VI - TERM OF EXISTENCE**

This corporation shall commence December 23, 1998 and shall exist perpetually unless dissolved according to law.

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**ARTICLE VII - INCORPORATOR**

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

ERNST G. WINTTER  
2239 Hollywood Boulevard  
Hollywood, Florida 33020

**ARTICLE VIII - BY-LAWS**

The power to adopt, amend or repeal By-Laws for the management of this corporation shall be vested in the shareholders.

**ARTICLE IX - ADDITIONAL CORPORATE POWERS**

In furtherance hereof and not in limitation of the general powers conferred by the laws of the State of Florida and pursuant to the purposes and objectives hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, which any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

B. To purchase and acquire any and all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies, provided however, that the capital of the corporation shall not be impaired thereby.

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C. To enter into, for the benefit of its employees, one or more of the following:

- (1) a pension plan; (2) a profit sharing plan; (3) a stock bonus plan; (4) a thrift and savings plan;  
(5) a restricted stock option plan; or (6) any other retirement or incentive compensation plan.

#### ARTICLE X - INDEMNIFICATION

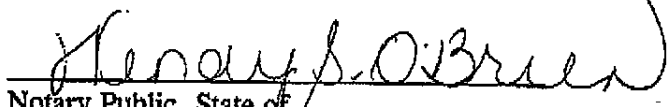
The corporation shall indemnify any officer to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal this  
23<sup>rd</sup> day of December, 1998.

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

  
ERNST G. WINTTER

The foregoing instrument was acknowledged before me by ERNST G. WINTTER who is personally known to me or XXX who has produced \_\_\_\_\_ as identification, and who did take an oath, on this 23<sup>rd</sup> day of December, 1998.

  
Notary Public, State of  
Florida at Large

My Commission Expires:

ACCEPTANCE



Having been named Registered Agent to accept service of process for the above-named corporation, at place designated in this certificate, I hereby agree to act in that capacity and to comply with the provisions of Florida Statute 48.091.

  
ERNST G. WINTTER

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