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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PENSULAROSA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
PENSULAROSA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be:

PENSULAROSA, INC.
Coral Center
3045 N. Federal Highway
Ft. Lauderdale, Florida 33306

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:
Thomas Ruffin III, Esquire
Gutter, Joseph & Ruffin
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, Florida 33309
(305) 938-4555
Florida Bar No. 442119

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ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$0.01	Common

ARTICLE V

The street address of the initial registered office of the corporation shall be Coral Center, 3045 N. Federal Highway, Ft. Lauderdale, Florida 33306, and the initial registered agent of the corporation at that address shall be PHYLLIS SULLO PENDEGAR.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified, or until his earlier resignation, removal from office, or death, is:

<u>Name</u>	<u>Address</u>
PHYLLIS SULLO PENDEGAR	Coral Center 3045 N. Federal Highway Ft. Lauderdale, Florida 33306
WILLIAM PENDEGAR	Coral Center 3045 N. Federal Highway Ft. Lauderdale, Florida 33306

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
PHYLLIS SULLO PENDEGAR	Coral Center 3045 N. Federal Highway Ft. Lauderdale, Florida 33306

EXECUTED at Ft. Lauderdale, Florida on the 29 day of December, 1998.

Incorporator

BY [Signature]
PHYLLIS SULLO PENDEGAR

STATE OF FLORIDA)
COUNTY OF BERNARD) SS:

The foregoing instrument was acknowledged before me by PHYLLIS SULLO PENDEGAR, the Incorporator of PENSULAROSA, INC., who is personally known to me and who did take an oath on this 29 day of December, 1998.

[Signature]
Notary Public
Name of Notary: Thomas Ruffin
Commission No.: CC 588486

My Commission Expires:



Thomas Ruffin
MY COMMISSION EXPIRES
September 25, 2000
OFFICE OF THE CLERK OF THE SUPREME COURT, INC.

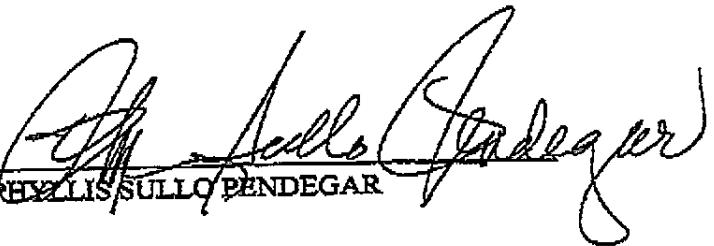
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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of PENSULAROSA, INC., the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this 24 day of December, 1998.

By: 
RHYLLIS SULLO PENDEGAR

WgASULLO.COR
12/22/98

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