

P 99000037444  
William J. O'Connell, Jr.  
306 Joan Street  
Edgewater, FL 32132

April 19, 1999

Corporate Records Bureau  
Division of corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

**SUBJECT: P, L & CW, Inc.**

000002845720--8  
-04/21/99--01036--007  
\*\*\*\*122.50 \*\*\*\*\*78.75

To Whom it may concern:

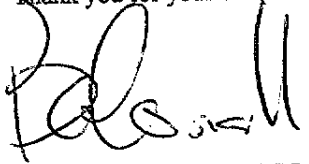
Enclosed herewith are two (2) copies of the Articles of Incorporation for the above referenced corporation, along with a check, payable to the Secretary of State in the amount of \$122.50, in payment of the following:

FILING FEE	\$ 35.00
REG AGENCY FEE	35.00
CERTIFIED COPY	52.50

\$122.50

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

  
WILLIAM J. O'CONNELL

CK# 3000853647  
Sun TRUST

FILED  
99 APR 21 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/22/99  
DM

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, pursuant to Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

### ARTICLE I

The name of this corporation is: P, L & CW, INC.

### ARTICLE II

The period of the duration of the corporation shall be "Perpetual" unless dissolved according to law. Existence shall commence upon filing with the Secretary of State.

### ARTICLE III

The purpose and general nature of the business to be transacted by this Corporation is;  
(a) To engage in the business of services thereof and to buy and sell, lease, mortgage, deal in and with and own and hold or otherwise deal with, real property and personal property, of every kind and nature whatsoever, and to provide for or arrange for any and all financing necessary or desirable in connection therewith; to operate businesses, and to exercise generally such powers as may be incidental to or convenient for the purposes and businesses of the corporation. (b) To have, exercise and enjoy all of the rights and privileges of Corporations for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of specific powers and purposes shall not be held to limit or restrict in any manner the Corporation.

### ARTICLE IV

The capital stock of this corporation shall consist of 7500 shares of common stock and shall have the par value of One Dollar (\$1.00) per share.

### ARTICLE V

The Corporation shall be governed by a board of Directors having one (1) members. The initial member of the Board of Directors is:

NAME

WILLIAM J. O'CONNELL, JR.

ADDRESS

306 JOAN STREET  
EDGEWATER, FL 32132

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TALLAHASSEE, FLORIDA

## ARTICLE VI

The registered office of this Corporation shall be initially at, 306 Joan Street, Edgewater, Florida, 32132 and its initial registered agent shall be: WILLIAM J. O'CONNELL, JR. Such registered office or agent may be designated by a majority of the stockholders entitled to vote and in such case, the redesignation shall be effective upon filing such redesignation in the form and manner provided by law.

## ARTICLE VII

The initial street address of the principal office of this Corporation in the State of Florida is: 306 Joan Street, Edgewater, Florida, 32132. The Directors may from time to time move the principal office to any other address in Florida, and the corporation shall have the right and power to transact business and to have offices and agencies in such other places as the Directors may from time to time authorize.

## ARTICLE VIII

These Articles of Incorporation may amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

## ARTICLE IX

The Directors may conduct any and all official or Corporate business required by a telephone meeting.

## ARTICLE X

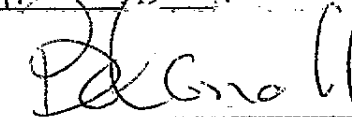
The name and addresses of the subscribers to these Articles of Incorporation are:

NAME	ADDRESS
WILLIAM J. O'CONNELL, JR	306 JOAN STREET EDGEWATER, FLORIDA 32132

## ARTICLE XI

The Corporation shall indemnify the corporate officers from all liabilities which they may incur while acting within the course and scope of corporate business. Such indemnity shall include the payment of all attorney's fees and court costs.

IN WITNESS WHEREOF, I have set my hand and seal this 19 day of April 1995




WILLIAM J. O'CONNELL, JR

## ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

WILLIAM J. O'CONNELL, JR. having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accepts the appointment as Registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, I have set my hand and seal this 19 day of April 1995



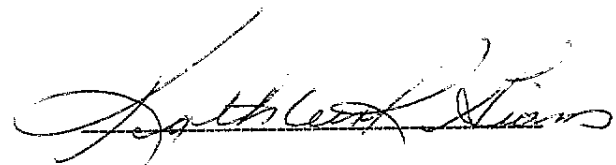
WILLIAM J. O'CONNELL, JR

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99 APR 21 AM 10:53  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this 19<sup>th</sup> day of APRIL, 1999 before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared, William J. O'Connell, Jr.

known to me to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to these Articles of Incorporation.



Notary Public State of Florida at Large

Kathleen R. Gianos  
Commission CC861978  
Expires July 8, 2001

My commission expires: \_\_\_\_\_



Kathleen R. Gianos  
My Commission CC861978  
Expires July 8, 2001