THE UNITED STATES CORPORATION

99 JUL 12 AM 8: 37

ACCOUNT NO. : 072100000032

SECRETARY OF STATE

REFERENCE: 304144

7184659 TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : July 12, 1999

ORDER TIME : 4:08 PM

ORDER NO. : 304144-005

CUSTOMER NO: 7184659

200002929462--4

CUSTOMER: Ms. Melissa R. Allen

PROENZA ROBERTS & HURST, P.A. PROENZA ROBERTS & HURST, P.A.

Grove Plaza, Ste 700 2900 Middle Street

Miami, FL 33133

DOMESTIC FILING

FT. LAUDERDALE POP, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: PH 7/12

ARTICLES OF INCORPORATION OF FT. LAUDERDALE POP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

FT. LAUDERDALE POP, INC.

<u>ARTICLE II</u> PRINCIPAL PLACE OF BUSINESS

1342 Colonial Boulevard, Suite 17 Ft. Myers, Florida 33907

ARTICLE III NATURE OF CORPORATE BUSINESS

99 JUL 12 MM 8: 37
SLONETAKY OF STATE
TALLAHASSEE, FLORIDA

The corporation may engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way, The duration of the Corporation is perpetual.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Million (10,000,000) shares of common stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The Corporation's initial registered agent and registered office in the State of Florida shall be:

NAME

<u>ADDRESS</u>

Dana M. Gallup

Proenza, Roberts & Hurst, P.A. Grove Plaza, Suite 700 2900 Middle Street Miami, Florida 33133 Phone: (305) 442-1700

FAX: (305) 442-2559

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the Corporation shall have no less than one (1) Director at any time.

NAME ADDRESS

George Papapostolou 4851 Tahiti Lane, Naples, FL 34112

Dana M. Gallup Grove Plaza, Suite 700, 2900 Middle Street, Miami, FL 33133

John D. Harris 26235 Hickory Boulevard, Penthouse C, Bonita Springs, FL 34134

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation or until a successor is elected.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is as follows:

NAME ADDRESS

Dana M. Gallup Proenza, Roberts & Hurst, P.A.

Grove Plaza, Suite 700 2900 Middle Street Miami, Florida 33133 Phone: (305) 442-1700 FAX: (305) 442-2559

ARTICLE VIII AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment to them, and any right referred upon the Shareholders is subject to this reservation.

ARTICLE IX COMMENCEMENT DATE

Corporate existence will commence upon the issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATOR business within the State of Florida, does make a declaring and certifying that the facts herein stated	R, for the purpose of forming a corporation to do and files these Articles of Incorporation, hereby are true. DANA M. GALLUP
STATE OF FLORIDA)	,
COUNTY OF MIAMI-DADE)	
BEFORE ME, personally appeared DANA	M. GALLUP, to me well known to be the person
described in and who executed the foregoing Artic	les of Incorporation acknowledged to and before
that the amount of said instrument for the numa	can therein expressed
WITNESS my hand and official seal in the	he County and State aforesaid this day of
<u>JUly</u> , 1999.	
	Notary Public, State of Florida Print Name: My Commission expires: My Commission CC73672 Expires April 26, 2002
ACCEPTANCE OF REGISTERED AGENT	
The undersigned hereby accepts the appoint Inc., which is contained in the foregoing Articles	tment as Registered Agent of Ft. Lauderdale POP, of Incorporation.
DATED this Oth day of JUly	, 1999.
This document was prepared by: Dana M. Gallup, Esq. Proenza, Roherts & Hurst, P.A. Grove Plaza, Suite 700 2900 Middle Street Mianui, Florida 33133 Phone: (305) 442-1700 FAX: (305) 442-2559	DANA M. GALLUP Registered Agent FILED FILED