

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

tricony wpb corp.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

TRICONY WPB CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is Tricony WPB Corp. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is c/o 313 1/2 Worth Avenue, Suite B-1, Palm Beach, Florida 33480.
- THIRD: The Corporation is authorized to issue 100 shares of common stock, \$1.00 par value.
- FOURTH: The street address of the initial registered office of the Corporation is: 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the name of the registered agent is: B & C Corporate Services, Inc.
- FIFTH: The name and address of the incorporator of the Corporation is: Brenda Elder-Antao, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is:

THIS DOCUMENT PREPARED BY:
THOMAS J. PALMIERI, P.A.
BROAD AND CASSEL
FL BAR NO. 242047
201 S. Biscayne Boulevard, Suite 3000
Miami, Florida 33131
(305) 373-9400

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EMPIRE CORP

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Edward Torres
313 1/2 Worth Avenue
Suite B-1
Palm Beach, FL

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EIGHTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of August, 1999.

Brenda Elder-Antao
Brenda Elder-Antao, Incorporator

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ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: Brenda Elder-Antao
Brenda Elder-Antao, Vice President

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TALLAHASSEE, FLORIDA

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