

# YX189627

ACCOUNT	NO.	:	072100000032	

REFERENCE: 406565 6099A

AUTHORIZATION :

ORDER DATE: October 11, 1999

ORDER TIME : 1:06 PM

CUSTOMER NO:

ORDER NO. : 406565-005

100003011801--1

CUSTOMER: Meg Cebula, Legal Asst

MOYLE FLANIGAN KATZ FITZGERALD MOYLE FLANIGAN KATZ FITZGERALD

P. O. Box 3888

6099A

625 N. Flagler Dr., 9th Floor West Palm Beach, FL 33402

#### DOMESTIC FILING

NAME:

MAXARALEX, INC.

#### EFFECTIVE DATE:

XX 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: Christine Lillich

EXAMINER'S INITIALS:

TALLAHASSEE, FLORIDA SECRETARY OF STATE.

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#### ARTICLES OF INCORPORATION

#### OF

#### MAXARALEX, INC.

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

## ARTICLE I Name of Corporation

The name of this Corporation shall be MAXARALEX, INC. (the "Corporation").

# ARTICLE II Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 291 Catha William West Palm Beach, FL 33409.

## ARTICLE III Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

### ARTICLE IV Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

## ARTICLE V Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

## ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 North Flagler Drive, 9th Floor, West Palm Beach, FL 33401, and the name of the initial registered agent of this Corporation at that address is Paul A. Krasker.

## ARTICLE VIII Initial Board of Directors

This Corporation shall have two (2) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation are as follows:

Michael Leighton

2911 Caffia Way

West Palm Beach, FL 33409

Andrea Leighton

2911 Caffia Way

West Palm Beach, FL 33409

## ARTICLE IX By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI Incorporator

The name and address of the person signing these Articles is as follows: Michael Leighton 2911 Caffia Way, West Palm Beach, FL 33409.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of October, 1999.

Michael Leighton

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this day of October, 1999, by Michael Leighton, as Incorporator of MAXARALEX, INC., on behalf of the Corporation, and he is personally known to me. or has produced to Orivers License as identification and did take an oath.

Meg F. Cebula
MY COMMISSION # CC800794 EXPIRES
January 7, 2003
BONCFD THRUTROY FAIN INSURANCE, INC
(NOTARY STAMP)

Notary Name: M& F. Ghula

Notary Public

Serial (Commission) Number

(if any) CC800794

I hereby accept appointment as Registered Agent of MAXARALEX, INC. as provide in Article VII, hereof.

Paul A. Krasker Registered Agent FILED

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ECHETARY OF STATE