

**P99000106524**

Florida Department of State  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**THE PRICE GROUP, INC**

Certificate of Status	0
Certified Copy	1
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12-8-99**H99000031307**

**ARTICLES OF INCORPORATION  
OF  
THE PRICE GROUP, INC**

The undersigned subscribed to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation is **THE PRICE GROUP, INC.**

**ARTICLE II**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall be December 8, 1999.

**ARTICLE III**

**NATURE OF BUSINESS**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one (1) vote per share and there shall be no cumulative voting.

Prepared by: John O. Sutton, P.A.  
Fla. Bar No. 245380  
2665 LeJeune Rd., PH-II  
Coral Gables, Florida 33134  
Phone: (305) 448-1295

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ARTICLE V

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation in the State of Florida is c/o John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is John O. Sutton, P.A.

ARTICLE VI

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 2655 LeJeune Road, Penthouse II, Coral Gables, Fl 33134.

ARTICLE VII

**INITIAL BOARD OF DIRECTORS**

The corporation shall have (1) director(s) initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and address of the initial directors are as follows:

UZEMA PRICE  
c/o John O. Sutton, P.A.  
2655 LeJeune Road  
Penthouse II  
Coral Gables, Fl 33134

ARTICLE VIII

**INCORPORATOR**

The name and address of the Incorporator subscribing to these Articles of Incorporation is: John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, Florida 33134.

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**H99000031307****ARTICLE IX****INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

**ARTICLE X****AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

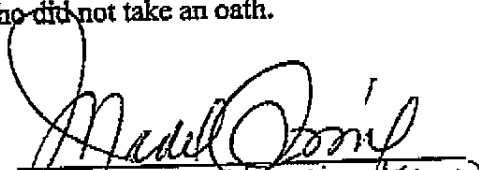
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of December, 1999.



John O. Sutton  
Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8th day of December, 1999, by JOHN O. SUTTON, known to me and who did not take an oath.

**H99000031307**

Notary Public, *Madeline Alenard*  
State of Florida at Large  
My Commission CC578244  
Expires October 10, 2003

My commission expires:

JOHN O. SUTTON, P.A.  
JAMERSON, SUTTON & SURLAS  
2655 LEJEUNE ROAD  
PENTHOUSE II  
CORAL GABLES, FLORIDA 33134

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**CERTIFICATE OF REGISTERED AGENT  
OF  
THE PRICE GROUP, INC**

Pursuant to Sections 607.0501 and 607.0505 of the Florida Statutes, the following is submitted in compliance therewith:

That THE PRICE GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office in c/o John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, FL 33134, has named John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, County of Dade, State of Florida, agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept 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, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 8<sup>th</sup> day of December, 1999.

JOHN O. SUTTON, P.A.

By:   
John O. Sutton

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