

PAUL V. DeBIANCHI, P. A.  
ATTORNEY AT LAW

SUITE 500 NORTHERN TRUST PLAZA  
2601 EAST OAKLAND PARK BOULEVARD  
FORT LAUDERDALE, FLORIDA 33306

PAUL V. DeBIANCHI

TELEPHONE: (954) 566-4944  
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199000108435

November 29, 1999

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

200003057482-4  
-12/01/99-01044-007  
\*\*\*122.50 \*\*\*78.75

RE: P.A.A.R., Inc.

Gentlemen:


Enclosed is an original and duplicate copy of the Articles of Incorporation of this proposed corporation. The duplicate copy of the Articles of Incorporation has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return to this office in the enclosed, return airbill envelope.

I have also enclosed our check in the amount of \$122.50, to cover the filing fee, certified copy and Registered Agent designation.

Thank you very kindly.

Very truly yours,

PAUL V. DeBIANCHI, P.A.

  
Paul V. DeBianchi  
For the Firm

PVD/rjs

Enclosures

cc: Anamarie Rayburn  
Paul Arias

99114PAA.DIV - 199

W99-27717



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 6, 1999

PAUL V DEBIANCHI, ESQ  
SUITE 500 NORTHERN TRUST PLAZA  
2601 EAST OAKLAND PARK BLVD  
FORT LAUDERDALE, FL 33306

SUBJECT: P.A.A.R., INC.  
Ref. Number: W99000027717

We have received your document for P.A.A.R., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Kimberly Rolfe  
Corporate Specialist Supervisor

Letter Number: 199A00057252

## **ARTICLES OF INCORPORATION**

### **ARTICLE I-Name**

The name of this corporation is: P.A.A.R. of South Florida, Inc.

### **ARTICLE II-Duration**

This corporation shall exist perpetually.

### **ARTICLE III-Purpose**

This corporation is organized for the purpose of transacting any or all lawful business.

### **ARTICLE IV-Capital Stock**

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

### **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 issuance of fractional shares) at the price at which it is offered to others.

### **ARTICLE VI-Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: 9984 NW 20th Street, Coral Springs, FL 33071; and the name of the original registered agent of this corporation at that address is: ANAMARIE RAYBURN.

### **ARTICLE VII - Principal Office and Mailing Address**

The principal office of the corporation and mailing address of such principal office shall be at 9984 NW 20th Street, Coral Springs, FL 33071.

**ARTICLE VIII- Initial Director**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By Laws but shall never be less than one (1).

**ARTICLE IX- Incorporator**

The subscribers to these Articles of Incorporation and to all the shares of stock authorized by this corporation to have outstanding are:

<u>NAME</u>	<u>ADDRESS</u>
ANAMARIE RAYBURN	9984 NW 20th Street Coral Springs, FL 33071
PAUL ARIAS	9451 East Calusa Club Drive Miami, FL 33186

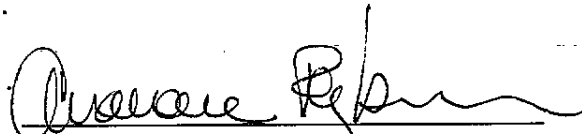
**ARTICLE X-Indemnification**

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

**ARTICLE XI-Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of November, 1999.

  
ANAMARIE RAYBURN

  
PAUL ARIAS

STATE OF FLORIDA :

: SS:

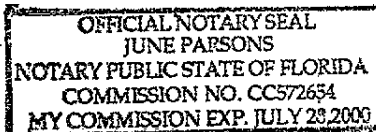
COUNTY OF BROWARD:

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared **ANAMARIE RAYBURN**, who is ( ) personally known to me or (✓) produced FLDL 0552-000-57  
948-0 as identification, and **PAUL ARIAS**, who is ( ) personally known to me or (✓) produced FLDL A020-001-02-1880 as identification, and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19 day of November, 1999.

June Parsons  
NOTARY PUBLIC

Print Name of Notary Public  
My Commission Expires:



**ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept Service of Process for the above-stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

By:

Anamarie Rayburn  
ANAMARIE RAYBURN, Registered Agent