

P98000082225

September 10, 1998

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

500002644635--6  
-09/21/98--01083--013  
\*\*\*131.25 \*\*\*131.25

Re: new incorporation

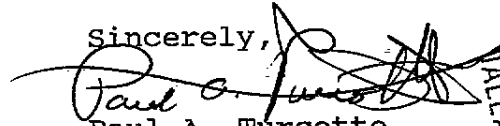
Gentlemen:

Enclosed are two copies of the Articles of Incorporation for a new Florida corporation: P & A LIMITED, INC.

Also enclosed is a check for \$131.25 to cover the \$122.50 filing fee and \$8.75 for a Certificate of Status for the balance of 1998.

Thank you.

Sincerely,



Paul A. Turcotte  
5955 SW 29 Street  
Miami, FL 33155

FILED  
98 SEP 21 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
9-15-98

SD  
9/22

ARTICLES OF INCORPORATION  
OF  
P & A LIMITED, INC.

**FILED**  
98 SEP 21 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
CORPORATE NAME

The name of the Corporation is:  
P & A LIMITED, INC.

ARTICLE II  
DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

**EFFECTIVE DATE**

ARTICLE III  
NATURE OF CORPORATE BUSINESS

9-15-98

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV  
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V  
PREEMPTIVE RIGHTS

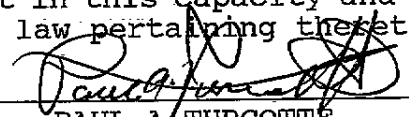
All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE VI  
PLACE OF BUSINESS AND REGISTERED OFFICE AND AGENT

The address of the place of business and the initial registered office of the Corporation is 5955 S.W. 29 Street, Miami, Florida 33155, and the initial Resident Agent is Paul A. Turcotte.

ACKNOWLEDGEMENT AND CONSENT OF THE REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
\_\_\_\_\_  
PAUL A TURCOTTE

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is two (2).

ARTICLE VIII  
INITIAL DIRECTORS

The names and addresses of the two members of the initial Board of Directors are:

Paul A. Turcotte, 5955 S.W. 29 Street, Miami, Florida 33155  
Arthlene J. Miller, 5955 S.W. 29 Street, Miami, Florida 33155

ARTICLE IX  
INDEMNIFICATION

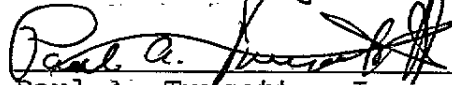
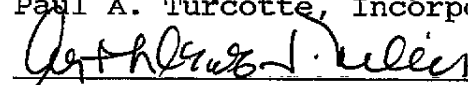
The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X  
INCORPORATORS

The names and addresses of the Incorporators executing these Article of Incorporation are:

Paul A. Turcotte, 5955 S.W. 29 Street, Miami, Florida 33155  
Arthlene J. Miller, 5955 S.W. 29 Street, Miami, Florida 33155

IN WITNESS WHEREOF the undersigned Subscribers have executed these Articles of Incorporation this 15 day of September, 1998.

  
Paul A. Turcotte, Incorporator  
  
Arthlene J. Miller, Incorporator

STATE OF FLORIDA:

SS

COUNTY OF DADE:

Before me, personally appeared PAUL A TURCOTTE and ARTHLENE J. MILLER, to me well known and known to me to be the persons described in and who executed the foregoing instrument and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 15 day of September, 1998.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

