

TRANSMITTAL LETTER

P98000062669

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

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-07/13/98--01071--017
*****78.75 *****78.75

SUBJECT: ZAPE CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ILDE B. ZAPE
Name (Printed or typed)

941 SUNSET ROAD
Address

W. PALM BEACH FL 33401
City, State & Zip

(561) 835-9612
Daytime Telephone number

FILED
98 JUL 13 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUL 16 1998

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation
of
Zape Corporation

Article I. Name

The name of this Florida Corporation is:

Zape Corporation

Article II. Address

The mailing address of the Corporation is:

Zape Corporation
941 Sunset Road
West Palm Beach, FL 33401

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Ilde B. Zape
941 Sunset Road
West Palm Beach, FL 33401

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporations by-laws. The election of directors shall be done in accordance with the bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

Article VI. Incorporator

The name and address of the incorporator is:

Gary M. Bogner
415 N. Dixie Hwy. Suite 3
Lake Worth, FL 33460

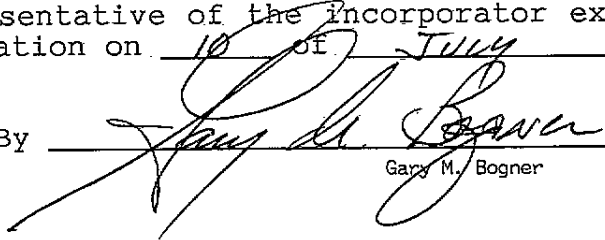
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Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of the date of filing of these Articles of Incorporation.

The authorized representative of the incorporator executed these Articles of Incorporation on 10 of July, 1998.

By _____



Gary M. Bogner

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 13 AM 9:56

FILED

CORPORATION:

Zape Corporation

REGISTERED AGENT:

Ilde B. Zape
941 Sunset Road
West Palm Beach, FL 33401

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By



Ilde B. Zape