

797 000048439

LAW OFFICES
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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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JAMES A. HERB, P.A.
GLENN M. MEDNICK, P.A.*
JENNIFER L. FULTON

200 SE NINTH STREET
FORT LAUDERDALE, FL 33316

May 29, 1997

*MEMBER OF FLORIDA
AND NEW JERSEY BARS

PLEASE REPLY TO
BOCA RATON OFFICE

VIA UPS NEXT DAY AIR

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

200002196652--6
-05/30/97--01112--007
****122.50 ****122.50

Re: Incorporation of Eco-Steam U.S.A., Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Eco-Steam U.S.A., Inc., for filing with the Secretary of State. Also enclosed is this firm's operating account check representing payment to the Secretary of State for the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>

TOTAL \$122.50

Please return to this office a certified copy of the Articles of Incorporation at your earliest opportunity; a stamped return envelope is enclosed herein. Thank you for your assistance in this matter.

If you have any questions hereupon, then please advise.

Very truly yours,

HERB & MEDNICK

Glenn M. Mednick
Glenn M. Mednick, Esquire
For the Firm

GMM/jd
Enclosures
cc: Jeffrey Schultz

AL JUN - 1 1997

FILED
97 MAY 30 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ECO-STEAM U.S.A., INC.**

FILED
97 MAY 30 AM 8:23
SEC. OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be:

ECO-STEAM U.S.A., INC.

**ARTICLE II
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in Chapter 607, Florida Statutes, the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

A. The total authorized capital stock of this Corporation is 1,000 shares of Common Stock, such shares shall have a par value of \$1.00 and shall be designated as "Common Shares".

B. The Board of Directors shall have the power and the authority to prescribe the consideration to be paid to the Corporation in exchange for the issuance and disposal of its capital stock. Stock certificates shall not be valid unless signed and issued by the President and attested to by the Secretary, who shall affix thereon the corporate seal.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V
ADDRESS OF PRINCIPAL IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 610 S. Military Trail, Deerfield Beach, FL 33442. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws adopted by the Board of Directors of this Corporation, but shall never be less than one (1).

ARTICLE VII
FIRST BOARD OF DIRECTORS

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

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey L. Schultz, President	610 S. Military Trail Deerfield Beach, FL 33442
Brad Bamman, Secretary	610 S. Military Trail Deerfield Beach, FL 33442
Harold Singer, Treasurer	610 S. Military Trail Deerfield Beach, FL 33442

The Board of Directors shall have the authority and the power to adopt By-Laws which shall govern the operation of the business of this Corporation, and to thereafter amend same from time to time if deemed necessary by the Board of Directors.

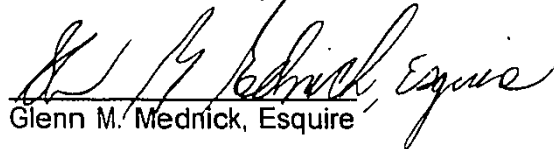
ARTICLE VIII
INCORPORATOR

The name and street of the incorporator of these Articles of Incorporation is:

Glenn M. Mednick, Esquire
Herb & Mednick
5200 Town Center Circle - Suite 301
Boca Raton, Florida 33486

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

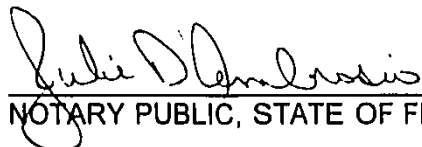
The street address of the initial registered office of this Corporation is 5200 Town Center Circle, Suite 301, Boca Raton, FL 33486, and the name of the initial registered agent of this Corporation at this address is Glenn M. Mednick, Esquire.


Glenn M. Mednick, Esquire

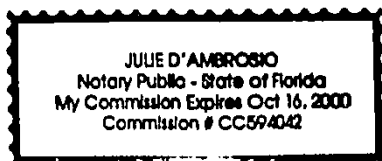
STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared Glenn M. Mednick, Esquire, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and who acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 29th day of May, 1997.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:



**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

97 MAY 30 AM 8:23

CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Eco-Steam U.S.A., Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 5200 Town Center Circle, Suite 301, Boca Raton, Florida 33486, has named GLENN M. MEDNICK, ESQUIRE located at 5200 Town Center Circle, Suite 301, Boca Raton, Florida 33486, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Glenn M. Mednick, Esquire
GLENN M. MEDNICK, ESQ.

SWORN TO AND SUBSCRIBED before me on this 29th day of May, 1997.

Julie D'Ambrasio
Notary Public, State of Florida

My Commission expires:

