



THE UNITED STATES  
CORPORATION  
COMPANY

Pass 00114465

ACCOUNT NO. : 072100000032

REFERENCE : 930744 7204301

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
00 DEC 14 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FL 32311

ORDER DATE : December 13, 2000

ORDER TIME : 9:23 AM

ORDER NO. : 930744-005

CUSTOMER NO: 7204301

CUSTOMER: Mr. Martin A. Berns  
Mr. Martin A. Berns

800003501458--0

5455 N. Federal Highway  
Suite M  
Boca Raton, FL 33487

DOMESTIC FILING

NAME: SANTYWARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
00 DEC 14 PM 12:21  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32311

12-14  
WC

ARTICLES OF INCORPORATION  
OF

SANTYWARE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SANTYWARE, INC.

The address of the principal office of this corporation shall be 5455 N. Federal Highway, Suite M, Boca Raton, Florida 33487, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having \$0.01 par value per share.

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TALLAHASSEE FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Martin A. Berns	5455 N. Federal Highway
Dir.	Suite M
	Boca Raton, Florida 33487

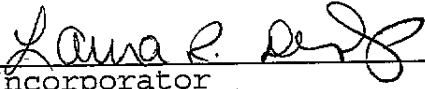
Santy Alfonso	5455 N. Federal Highway
Dir.	Suite M
	Boca Raton, Florida 33487

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

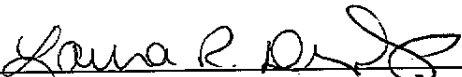
The Company Corporation  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on December 14, 2000.

  
\_\_\_\_\_  
Incorporator  
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Its Agent, Laura R. Dunlap  
Authorized Service Representative  
Corporation Service Company

njh