

PO00000114815



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 933560 7108498

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pizante*

ORDER DATE : December 15, 2000

ORDER TIME : 11:01 AM

ORDER NO. : 933560-005

CUSTOMER NO: 7108498

900003502429--9

CUSTOMER: Richard J. Alan Cahan, Esq  
Beck & Poliakoff, P.a.

Suite 100  
5201 Blue Lagoon Drive  
Miami, FL 33126

DOMESTIC FILING

NAME: BOCA SEMI-CONDUCTOR  
CORPORATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED  
TO THE SECRETARY OF STATE  
DEPARTMENT OF REVENUE  
FILING

2000 DEC 15 PM 11:50

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FILING

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DIVISION OF CORPORATIONS  
00 DEC 15 PM 2:20

*gn* 12/15/00

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 15 PM 2:20

ARTICLES OF INCORPORATION

- OF -

BOCA SEMI-CONDUCTOR CORPORATION, INC.

The undersigned, for the purpose of forming a corporation under Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is BOCA SEMI-CONDUCTOR CORPORATION, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of this Corporation is c/o Becker & Poliakoff, P.A., 5201 Blue Lagoon

Drive, Suite 100, Miami, Florida 33126 and the name of the initial registered agent of this Corporation is RICHARD J. ALAN CAHAN, whose address is: c/o Becker & Poliakoff, P.A., 5201 Blue Lagoon Drive, Suite 100, Miami, Florida 33126. The principal office and mailing address for the Corporation is 6540 East Rogers Circle, Boca Raton, FL 33487.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director 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). The name and address of the initial director of this corporation is:

NAME	ADDRESS
SCOTT ROSENSTEIN	6540 East Rogers Circle Boca Raton, FL 33487

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is:

NAME	ADDRESS
RICHARD J. ALAN CAHAN	c/o Becker & Poliakoff, P.A. 5201 Blue Lagoon Drive, #100 Miami, Florida 33126

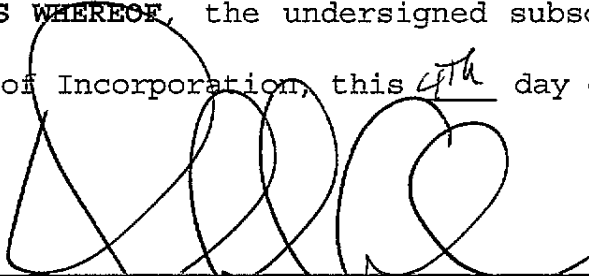
ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - 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 4th day of December, 2000.

  
\_\_\_\_\_  
RICHARD J. ALAN CAHAN

STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

BEFORE ME, the undersigned authority, personally appeared RICHARD J. ALAN CAHAN, to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me, and who did/did not take an oath.

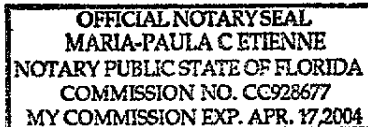
WITNESS my hand and official seal this 4 day of December, 2000.

Maria Paula C. S.

, NOTARY PUBLIC,

State of Florida at Large

My Commission Expires: 4/17/2004



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 15 PM 2:20

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business for the Service of  
Process  
Within this State, Naming Agent Upon Whom Process May Be Served.

\* \* \* \* \*

(Attached to the Articles of Incorporation of

BOCA SEMI-CONDUCTOR CORPORATION, INC.

and Made a Part Thereof)

Pursuant to Chapters 48.091 and 607.034, Florida Statutes,  
the following is submitted in compliance with said Acts and made a  
part of the Articles of Incorporation of said corporation to which  
this document is attached:

THAT, BOCA SEMI-CONDUCTOR CORPORATION, INC., desiring to  
organize as a Corporation under the laws of the State of Florida,  
with its registered office as indicated in its Articles of  
Incorporation in the City of Miami, County of Dade, State of  
Florida, has named RICHARD J. ALAN CAHAN, as its Registered Agent  
to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Registered Agent to accept Service of  
Process; to keep office open during prescribed hours; to post my  
name (and any other officers of said corporation authorized to  
accept service of process at the above Florida designated address)  
in some conspicuous place in office as required by law.

  
\_\_\_\_\_  
RICHARD J. ALAN CAHAN  
Registered Agent