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ACCOUNT NO. : 072100000032

REFERENCE : 956532 7236162

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -8 PM 12:39

ORDER DATE : January 8, 2001

ORDER TIME : 10:39 AM

ORDER NO. : 956532-005

CUSTOMER NO: 7236162

CUSTOMER: Mr. Stephen Lowman
Strato Usa, Inc.

900003527279--9
-01/08/01--01069--018
*****78.75 *****78.75

1401 Village Blvd., #1928

West Palm Beach, FL 33409

DOMESTIC FILING

NAME: STRATO USA, 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: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

RECEIVED
01 JAN -8 AM 11:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN -8 PM 12:40

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is **Strato USA, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be the following:

1401 Village Blvd., #1928
West Palm Beach, Florida 33409

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1401 Village Blvd., #1928, West Palm Beach, Florida 33409, and the name of the initial registered agent of this corporation at that address is Stephen G. Lowman, a Florida resident.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the initial Director is as follows:

Stephen G. Lowman
1401 Village Blvd., #1928
West Palm Beach, Florida 33409

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is as follows:

Stephen G. Lowman
1401 Village Blvd., #1928
West Palm Beach, Florida 33409

ARTICLE VIII - IRC STOCK PROVISION

The stock of the corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

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 - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: January 3, 2001
Stephen G. Lowman, Incorporator
Stephen G. Lowman, Incorporator

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01 JAN -8 PM12:40

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered office/registered agent in the State of Florida to accept service of process.

1. The name of the Corporation is **Strato USA, Inc.**
2. The name and address of the registered agent and office is as follows:

Stephen G. Lowman
1401 Village Blvd., #1928
West Palm Beach, Florida 33409

Signature: Stephen G. Lowman, Pres.
Title: President
Date: January 8, 2001

ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature: Stephen G. Lowman, Pres.
Date: January 8, 2001