

PO1000013287



ACCOUNT NO. : 072100000032

REFERENCE : 991157 9571A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

FILED
2001 FEB -5 PM 4:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : February 5, 2001

ORDER TIME : 4:25 PM

ORDER NO. : 991157-005

CUSTOMER NO: 9571A

CUSTOMER: Ms. Diana Jones
Richard D. Sneed, Esq.

800003634698--1

Mardi Executive Center, #206
1905 25th Street, South
Fort Pierce, FL 34947

DOMESTIC FILING

NAME: FASON 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: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
01 FEB 5 AM 4:13
DIVISION OF CORPORATION

js 2/6/01

FILED

2001 FEB -5 PM 4:33

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

FASON USA, 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:

FASON USA, INC.

The address of the principal office of this corporation shall be 1053 Holbrook Court, Port St. Lucie, Florida 34952, 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 600 shares of common stock having \$1.00 par value per share.

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 one Director, initially. The name and address of the initial member of the Board of Directors is:

Steven Lyshon	1053 Holbrook Court
Dir.	Port St. Lucie, Florida 34952

FILED

2001 FEB -5 PM 4: 33

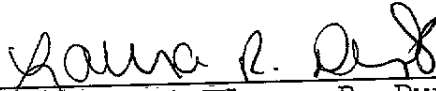
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII. INCORPORATOR

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

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

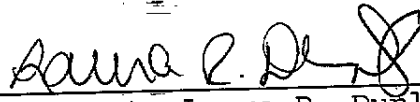
The undersigned incorporator has executed these Articles of Incorporation on February 5, 2001.



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