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ABRAMS ANTON P.A.

MAYNARD ABRAMS
1916-1992

PAUL B. ANTON
1927-1981

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MILTON S. BLAUT §
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(DIRECT TO BOCA RATON OFFICE ONLY)

REPLY TO: HOLLYWOOD

FILE NO.: C&P

★ Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
○ Board Certified Real Estate Lawyer

† Member of D.C. Bar
§ Member of N.Y. Bar
‡ Member of Ohio Bar

P01000050677
May 9, 2001

Secretary of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, FL 32309

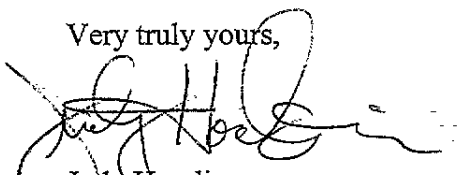
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*****78.75. *****78.75

Re: *C and P Industries, Inc.*

Dear Sir/Madam:

Enclosed are the original and one copy of *Articles of Incorporation for C and P Industries, Inc.*, together with a check in the amount of \$78.75. Please file the Articles of Incorporation and return a certified copy to me as soon as the filing has been accomplished.

Very truly yours,


Judy Hoodiman,
Corporate Assistant

jah
Enclosure

FILED
01 MAY 14 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

C AND P INDUSTRIES, INC.

FILED
01 MAY 14 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators of these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall by ***C AND P INDUSTRIES, INC.***

ARTICLE II

ADDRESS: The mailing address and street address of the initial principal office of the corporation shall be *731 Marble Way, Boca Raton, Florida 33432.*

ARTICLE III

NATURE OF BUSINESS: The corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV

CAPITAL STOCK: This corporation shall be authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent of this corporation shall be *Gene K. Glasser, 2021 Tyler Street, Hollywood, Florida 33020.*

ARTICLE VII

DIRECTORS: The corporation shall have two (2) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

NAME

Cindy-Jo Homer

Paul I. Homer

ADDRESS

*731 Marble Way
Boca Raton, Florida 33432*

*731 Marble Way
Boca Raton, Florida 33432*

ARTICLE IX

INCORPORATORS: The names and addresses of the incorporators to these Articles of Incorporation are as follows:

NAME

Cindy-Jo Homer

Paul I. Homer

ADDRESS

*731 Marble Way
Boca Raton, Florida 33432*

*731 Marble Way
Boca Raton, Florida 33432*

ARTICLE X

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders

sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

ARTICLE XII

The undersigned incorporators have executed these Articles of Incorporation this
29 day of April, 2001.



CINDY-JO HOMER


PAUL I. HOMER

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for **AND P INDUSTRIES, INC.** at the place designated in the Articles of Incorporation, I agree to act in this capacity, I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of the Registered Agent.

Dated: May 3, 2001



GENE K. GLASSER

FILED
01 MAY 14 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA