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## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Tricast USA, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Gary S. Simmons

Name (Printed or typed)

100 First Avenue South, Suite 600

Address

St. Petersburg, FL 33701

City, State & Zip

(727) 490-9000

Daytime Telephone number

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TALLAHASSEE, FL

**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION

OF

TRICAST USA, INC.

THE UNDERSIGNED HEREBY MAKES, SUBSCRIBES, ACKNOWLEDGES AND FILES THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I  
NAME

The name of this corporation is TRICAST USA, INC.

ARTICLE II  
INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 100 First Avenue South, Suite 600, St. Petersburg, Pinellas County, Florida 33701.

ARTICLE III  
PURPOSE

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

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock of one dollar (\$1.00) par value per share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 100 First Avenue South, Suite 600, St. Petersburg, Pinellas County, Florida, 33701, and the name and address of the initial registered agent is John H. Steinkamp, 100 First Avenue South, Suite 600, St. Petersburg, Pinellas County, Florida 33701.

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ARTICLE VI  
INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) as provided by the By-Laws. Initially, this corporation shall have two (2) directors. Their names and addresses are as follows:

John H. Steinkamp    100 First Avenue South, Suite 600, St. Petersburg, FL 33701  
Gary S. Simmons     100 First Avenue South, Suite 600, St. Petersburg, FL 33701

ARTICLE VII  
INCORPORATOR

The name and address of the incorporator signing these Articles is Gary S. Simmons, 100 First Avenue South, Suite 600, St. Petersburg, Florida 33701

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as  
Incorporator, by:

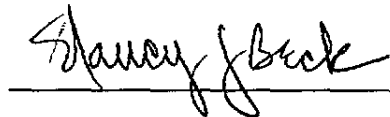


DATE: 7-28-04

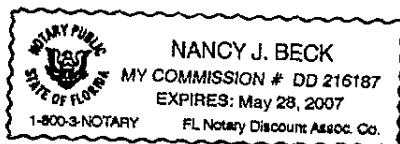
STATE OF FLORIDA    )  
COUNTY OF PINELLAS )

Before me, the undersigned Notary Public in and for the State of Florida at large, personally appeared Gary S. Simmons to me well known, and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, being duly sworn, acknowledged that he executed the same for the uses and purposes herein expressed.

28th IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal this  
day of July, 2004.



My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

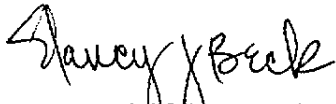
FIRST – that TRICAST USA, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of St. Petersburg, County of Pinellas, State of Florida, has named JOHN H. STEINKAMP, located at 100 First Avenue South, Suite 600, St. Petersburg, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

TRICAST USA, INC.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
John H. Steinkamp, Resident Agent

 July 28, 2004

