

995000000198
SHUTTS & BOWEN

ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)

ONE CLEARLAKE CENTRE, SUITE 500
250 AUSTRALIAN AVENUE SOUTH
WEST PALM BEACH, FLORIDA 33401
MAILING ADDRESS P. O. BOX 3555
WEST PALM BEACH, FLORIDA 33402-3555
TELEPHONE (407) 835-8500
FACSIMILE (407) 650-8530

MARVIN A. KIRSNER, P. A.
(407) 650-8501

December 28, 1994

FILED
1994 DEC 30 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100001366801
-01/03/95--D1016 16
***122.50 ***122.50

Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

Re: Packaging In Air, Inc.

Ladies and Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation, along with a check, payable to the Secretary of State in the amount of \$122.50, in payment of the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
	\$122.50

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

Patricia A. Cote

Patricia A. Cote
Legal Assistant to
Marvin A. Kirsner

AB 1/3/95

Enclosures: Check
Articles in duplicate

EFFECTIVE DATE

WESTPALM 61099.1 - PAC

AMSTERDAM OFFICE
EUROPA BOULEVARD 59
1083 AD AMSTERDAM,
THE NETHERLANDS
TELEPHONE 011-3120-661-0969
FACSIMILE 011-3120-642-1475

KEY LARGO OFFICE
OCEAN REEF CLUB
37 OCEAN REEF DRIVE
SUITE A206
OCEAN REEF PLAZA
KEY LARGO, FLORIDA 33037
TELEPHONE (305) 367-2981

LONDON OFFICE
40 MOUNT STREET
LONDON W1Y 5RF ENGLAND
TELEPHONE 011-4471-493-4840
FACSIMILE 011-4471-493-4299

MIAMI OFFICE
1500 MIAMI CENTER
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
MIAMI (305) 358-6200
BROWARD (305) 467-8941
FACSIMILE (305) 381-9982

ORLANDO OFFICE
20 NORTH ORANGE AVENUE
SUITE 3000
ORLANDO, FLORIDA 32901
TELEPHONE (407) 423-3200
FACSIMILE (407) 425-8316

ARTICLES OF INCORPORATION
OF
PACKAGING IN AIR, INC.

FILED
1994 DEC 30 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is PACKAGING IN AIR, INC.

Its mailing address is:

Post Office Box 821
West Palm Beach, Florida 33470

ARTICLE II - DURATION

This Corporation shall have perpetual existence,
effective January 1, 1995.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business
permitted under the laws of the United States and of the State of
Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of
One Dollar (\$1.00) par value common stock, which shall be
designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered
agent and office of this Corporation is Noel C. Lanier, 13095
Belhaven Court, #6, Wellington, Florida 33414.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors
initially. The number of Directors may be increased or diminished
from time to time by the By-Laws but shall never be less than one
(1). The names and addresses of the initial Directors of this
Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Noel C. Lanier	13095 Belhaven Court, #6 Wellington, Florida 33414

EFFECTIVE DATE
1-1-95

Patrice Lanier

31361-A The Old Road
Castaic, California 91384

Barbara Smith

15470 Meadow Wood Drive
Wellington, Florida 33414

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

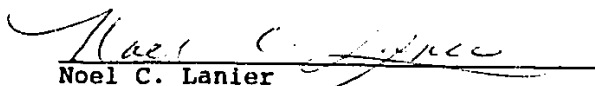
ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Noel C. Lanier, 13095 Belhaven Court, #6, Wellington, Florida 33414.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of December, 1994.


Noel C. Lanier

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NA'IED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED INDIVIDUAL HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 21st DAY OF DECEMBER, 1994.

Noel C. Lanier
Noel C. Lanier
(Registered Agent)

FILED
1994 DEC 30 PM 2:00
SEAL
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

The foregoing Articles of Incorporation was acknowledged before me this 21 day of December, 1994 by Noel C. Lanier, who is personally known to me or who has produced a valid DRIVERS LICENSE as identification.

Jack Martin Rosenthal
(Signature)
JACK MARTIN ROSENTHAL
(Print Name)
NOTARY PUBLIC

(N. P. SEAL)

OFFICIAL NOTARY SEAL
JACK MARTIN ROSENTHAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC364848
MY COMMISSION EXP. APR. 17, 1998

WESTPALM 59416.1 - PAC