

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 520353 82150A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : January 5, 1995

ORDER TIME : 4:03 PM

ORDER NO. : 520353

CUSTOMER NO: 82150A

CUSTOMER: Ms. Jean M. Sherett
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: THUNDER LTD.

XXXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: *LB 1/6/95*

100001371891

FILED
1995 JAN -5 PM 2:00
TALLAHASSEE, FLORIDA

FILED

1995 JAN -5 PM 2:00

ARTICLES OF INCORPORATION
OF

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

THUNDER LTD., INC.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **THUNDER LTD., INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 10 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be **479 Meadowlark Drive, Bird Key, Sarasota, Florida 34236**, and the name of its initial registered agent at such address is **Brian Johnson**.
6. The number of directors constituting the initial board of directors is **two** and the names and addresses of each person who is to serve as a member thereof is as follows:

Brian Johnson
479 Meadowlark Drive
Bird Key
Sarasota, Florida 34236

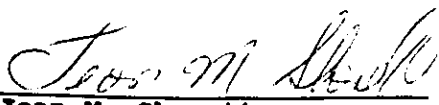
Cliff Williams
13100 Linton Road
Ft. Myers, Florida 33908

7. The name and address of the sole incorporator is:

Jean M. Sherett
c/o XL CORPORATE & RESEARCH SERVICES, INC.
62 White Street
New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Date: December 29, 1994


Jean M. Sherett
Sole Incorporator

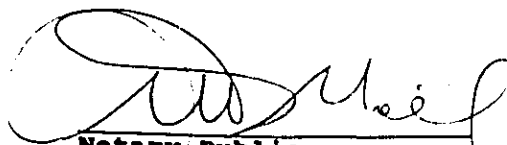
STATE OF NEW YORK

COUNTY OF NEW YORK

I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared to me Jean M. Sherett, known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS, my hand and official seal in the county and state named above this 29th day of December 29, 1994.

MARC D. MOEL
Notary Public, State of New York
No. 31-4954980
Qualified in New York County
Commission Expires August 28, 1995


Notary Public

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 807.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: THUNDER LTD., INC.

2. The name and address of the registered agent and office is:

Brian Johnson

(NAME)

479 Meadowlark Drive, Bird Key

(P.O. BOX ~~NOT~~ ACCEPTABLE)

Sarasota, Florida 34236

(CITY/STATE/ZIP)

SIGNATURE *Brian Johnson*

(corporate officer)

TITLE President

DATE 12/7/94

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 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 *Brian Johnson*

Brian Johnson

DATE 12/7/94

REGISTERED AGENT FILING FEE: \$35.00

FILED
JUN 8 PM 2:00
TALLAHASSEE, FLORIDA