

P95000010923

KRAWITZ & BRESS, P.A.

ONE LINCOLN PLACE
1900 GLADES ROAD, SUITE 357
BOCA RATON, FLORIDA 33433

SANDRA D. KRAWITZ
MEMBER FLORIDA BAR
& WASHINGTON, DC BAR
PAMELA M. BRESS

TELEPHONE 407 395 5000
TELECOPIER 407 394 3009

January 26, 1995

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32301

600001399016
-02/07/95--01041--004
****122.50 ****122.50

Re: PENZCO ASSOCIATES, INC.
Our File No: 5311-002

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the charges for filing fees, certification and registered agent.

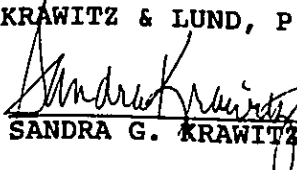
Please return a "true certified copy" of the Articles of Incorporation showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

KRAWITZ & LUND, P.A.

BY:


SANDRA G. KRAWITZ

SGK/ah

JB 2/9/95

FILED
1995 FEB -6 PM 2:00
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PENZCO ASSOCIATES, INC.

FILED
1995 FEB -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be:
PENZCO ASSOCIATES, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The total authorized capital stock of this Corporation is 100 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 21029 Escondido Way N. Boca Raton, Florida 33433. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
INCORPORATOR

The name and street address of the Incorporator of these articles is:

Robert Penziner
21029 Escondido Way N.
Boca Raton, Florida 33433

ARTICLE VII
DIRECTORS

The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 21029 Escondido Way N. Boca Raton, Florida 33433, and the name of the initial registered agent of the Corporation at that address is Robert Penziner.

ARTICLE IX
COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence its corporate existence upon filing.

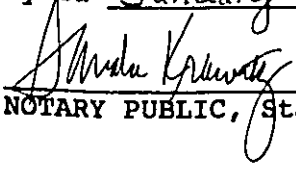

Robert Penziner

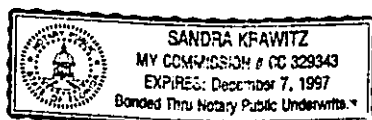
STATE OF FLORIDA
COUNTY OF PALM BEACH

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 Robert Penziner, who is personally known to me or who provided _____ as identification and who is the person described as Incorporator in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1995.

My Commission Expires:


NOTARY PUBLIC, State of Florida



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Robert Penziner, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 21029 Escondido Way N. Boca Raton, Florida 33433, with Robert Penziner as its Registered Agent, to accept service of process within this state, at that address.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

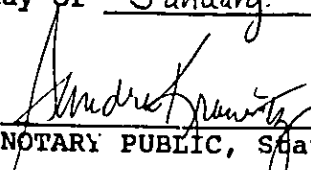

Robert Penziner

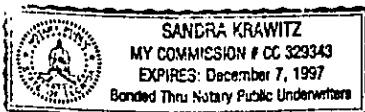
STATE OF FLORIDA
COUNTY OF PALM BEACH

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 Robert Penziner, to me known to be the person described as Registered Agent in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1995.

My Commission Expires:


NOTARY PUBLIC, State of Florida



FILED
1995 FEB -6 PM 2:00
TALLAHASSEE, FLORIDA