

LAW OFFICES OF JAMES O. STOLA

480 NORTH LA SALLE STREET
SUITE 2500

CHICAGO, ILLINOIS 60601
E-MAIL STOLA@DELPHI.COM
1-800-483-6700

JAMES O. STOLA
LICENSED IN ILLINOIS AND FLORIDA

KATHLEEN M. O'KEEFE

FLORIDA OFFICE
524 SOUTH ANDREWS AVENUE
SUITE 302N
FT. LAUDERDALE, FLORIDA 33301

RESPOND TO:

de Nile Office

P95000016326

January 25, 1995

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

000001393970
-01/31/95--01056--010
****122.50 ****122.50

Re: Ground Zero, Inc.

Dear Sir/Madam:

Enclosed find original Articles of Incorporation for the corporation and a check in the amount of \$122.50 for the of the articles and a certified copy for the corporation's Please mail certified copy to the above Ft. Lauderdale address.

If you have any questions, contact me.

Very truly yours,

JAMES O. STOLA

JOS

FILED
95 FEB 28 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

445-2590

1/31/95

FILED
95 FEB 28 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

REGISTER FEB 28 1995



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 6, 1995

LAW OFFICES OF JAMES O. STOLA
180 NORTH LASALLE STREET
STE. 2500
CHICAGO, IL 60601

SUBJECT: GROUND ZERO, INC.
Ref. Number: W95000002590

We have received your document for GROUND ZERO, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 695A00004854

LAW OFFICES OF JAMES O. STOLA

100 NORTH LA SALLE STREET

SUITE 2500

CHICAGO, ILLINOIS 60601

E-MAIL STOLA@DELPHI.COM

1-800-483-6700

JAMES O. STOLA

LICENSED IN ILLINOIS AND FLORIDA

KATHLEEN M. O'KEEFE

FLORIDA OFFICE

524 SOUTH ANDREWS AVENUE

SUITE 302N

FT. LAUDERDALE, FLORIDA 33301

RESPOND TO:
Chicago Office

February 21, 1995

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Terri Buckley

Re: Ground Zero, Inc.

Dear Terri:

Enclosed find original and copy of the Articles of Incorporation, Designation and Acceptance of Registered Agent, and your letter of February 6, 1995. The Articles had been previously submitted with a check in the amount of \$122.50 without the Designation. You returned the Articles with your letter indicating that the funds would be kept on deposit and the file active for sixty days.

If the documents are now in proper order, please file the enclosed Articles and Designation and supply me with a certified copy of the Articles.

Very truly yours,

JAMES O. STOLA

JOS

Enclosure

ARTICLES OF INCORPORATION
OF
GROUND ZERO, INC.

FILED
95 FEB 28 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be:

GROUND ZERO, INC.

The principal place of business of this corporation shall be 1060 Crystal Lake Dr, Apt 103, Pompano Beach, Florida 33064

ARTICLE II
AUTHORIZED SHARES TO BE ISSUED

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having \$1.00 par value per share.

ARTICLE III
PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares held by each at the time of issue to the total number of shares outstanding, exclusive of treasury shares. This right shall

be deemed waived by any shareholder who does not exercise a preemptive purchase right hereby granted within thirty (30) days of receipt of notice of such in writing from the corporation. The notice of issue of additional shares of stock shall include the price, terms and conditions of the issue and inform each shareholder of the preemptive right. Preemptive rights may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE IV
ADDRESS OF INITIAL REGISTERED AGENT


The street address of the initial registered office of the corporation shall be 1060 Crystal Lake Dr, Apt 103, Pompano Beach, FL

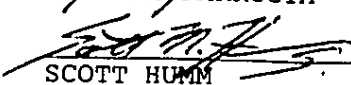
The name of the initial registered agent of the corporation at that address is WILLIAM FARRUGIA.

ARTICLE V
INCORPORATORS

The name and address of the incorporators of GROUND ZERO, INC., are WILLIAM FARRUGIA and SCOTT HUMM at 1060 Crystal Lake Dr, Apt 103 Pompano Beach, Florida 33064.

IN WITNESS HEREOF, the undersigned incorporator of GROUND ZERO, INC., has set his hand hereto on this 13th day of Jun, 1995.


WILLIAM FARRUGIA


SCOTT HUMM

FILED

95 FEB 28 AM 11:05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT
FOR A FLORIDA CORPORATION

Pursuant to the provisions of F.S. 607.050, the undersigned corporation, organized under the laws of the State of Illinois, submits the following statement in designating the registered agent in the State of Florida.

1. The name of the corporation is Ground Zero, Inc.
2. The name of the registered agent is William Farrugia.
3. The address of the registered agent is 1060 Crystal Drive, Apt. 103, Pompano Beach, Florida 33064.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


WILLIAM FARRUGIA

Date: 1-13, 1995.