

P95000022491

SILVER & GARVETT, P.A.
ONE GROVE VILLA
3350 S.W. 27TH AVENUE
COCONUT GROVE, FLORIDA 33133

SCOTT A. SILVER
FREDRIC M. GARVETT
MICHELLE H. LAINE
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TEL. (305) 858 7008
FAX (305) 858 7058

OF COUNSEL
JACK M. COX

March 13, 1995

SECRETARY OF STATE
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

300001434238
-03/20/95--01077--012
****122.50 ****122.50

Re: Purity Products, Inc.

Dear Secretary of State:

Enclosed please find our Articles of Incorporation for the above-named corporation together with our check in the amount of \$122.50 as your filing fee. Please return a filed stamped copy of the Articles to our offices in the enclosed self-addressed return envelope. Thank you for your speedy cooperation with this matter.

Sincerely,

SILVER & GARVETT, P.A.


LOIDA E. CASAL, Legal Assistant to
SCOTT A. SILVER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 20 AM 10:09

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Enclosures

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95 MAR 20 AM 10:09

**ARTICLES OF INCORPORATION
OF
PURITY PRODUCTS, INC.**

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

FIRST: The name of the corporation is PURITY PRODUCTS, INC.

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

THIRD: The maximum number of shares of stock which this corporation is authorized to have at any time shall be 500 shares, having a ONE DOLLAR (\$1.00) par value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator, or by the board of directors at a meeting called for such purposes, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on such basis and for consideration and the issuance of so much of the capital stock as the directors of the company may decide.

FOURTH: The amount of capital with which the corporation may begin business will not be less than FIVE HUNDRED DOLLARS (\$500.00).

FIFTH: The corporation is to have perpetual existence.

SIXTH: The address of the corporation's initial registered office, and the name of the initial registered agent at such address is as follows:

Scott A. Silver, Esq.
SILVER & GARVETT, P.A.
One Grove Villa
3350 S.W. 27th Avenue
Coconut Grove, FL 33133

SEVENTH: The number of director constituting the initial board of directors is one (1); JOHN LYON-SULLIVAN

EIGHT: The name and post office address of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, is the following:

John Lyon-Sullivan
One Grove Villa
3350 S.W. 27th Avenue
Coconut Grove, FL 33133

NINTH: The name and the post office address of the incorporator is:

Scott A. Silver, Esq.
SILVER & GARVETT, P.A.
One Grove Villa
3350 S.W. 27th Avenue
Coconut Grove, FL 33133

TENTH: The name and post office address of the principal corporate officer which is also the corporation's principal office and mailing address is:

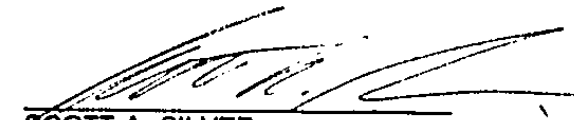
John Lyon-Sullivan
One Grove Villa
3350 S.W. 27th Avenue
Coconut Grove, FL 33133

ELEVENTH: In furtherance and not in limitation of the power conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

- a. To make and alter the by-laws at pleasure.
- b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and lien by the property and franchises of this corporation.

TWELFTH: Cumulative voting may be permitted by the terms of the by-laws:

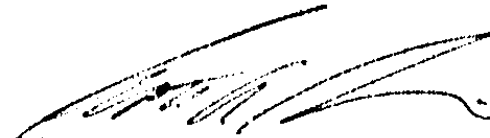
IN WITNESS WHEREOF, the party hereto has set his hand and seal this 13
day of March, 1995.


SCOTT A. SILVER
Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BE IT REMEMBERED, that on this day personally appeared, before me, SCOTT A. SILVER, party to the foregoing Articles of Incorporation to be the act and deed of the signers, and that the facts therein states are truly set forth.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.



SCOTT A. SILVER, Registered Agent for
PURITY PRODUCTS, INC.

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

SWORN TO and SUBSCRIBED before me on this 13th day of March,
1995, by SCOTT A. SILVER, who is personally known by me.



LOIDA E. CASAL, Notary Public
STATE OF FLORIDA AT LARGE
My Commission Expires: 6/14/98
Commission #CC 380956

P950000 22491



1201 HAYS STREET
TALLAHASSEE, FL 32301
TEL: 904-22-0000 FAX: 904-22-0000

ACCOUNT NO. : 0721000000032

REFERENCE : 641093 46568

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 87.50

ORDER DATE : July 13, 1995

700001536797

ORDER TIME : 10:45 AM

ORDER NO. : 641093

CUSTOMER NO: 46568

CUSTOMER: Kristy Hair, Legal Assistant
Greenberg Traurig Hoffman
15th Floor
515 East Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME: PURITY PRODUCTS, INC.

FILE 1ST

XXX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

Rush
Will
Wait
FILED
95 JUL 13 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
PURITY PRODUCTS, INC.

(a Florida corporation)

(Pursuant to Section 607.1006 of the Florida Business Corporation Act)

The undersigned, John Lyon-Sullivan, the President of Purity Products, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), the Articles of Incorporation of which were duly filed with the Department of State of the State of Florida on March 20, 1995, DOES HEREBY CERTIFY:

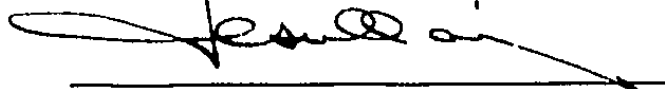
1. The name of the Corporation is **PURITY PRODUCTS, INC.**
2. The Corporation's Articles of Incorporation are hereby amended as follows:

"The name of the Corporation shall be: **PPI HOLDINGS, INC.**"

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

4. The Amendment hereby made to the Articles of Incorporation was duly adopted by a written consent executed by the sole member of the Board of Directors of the Corporation as of the 10 day of July, 1995, pursuant to Sections 607.1005 and 607.0821 of the Florida Business Corporation Act, without shareholder action as the Corporation has not yet issued shares of its stock.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of Purity Products, Inc., this 11th day of July, 1995.



John Lyon-Sullivan,
President and Director

FILED
95 JUL 13 AM 11:38
DEPT. OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF _____

)
) SS:
)

The foregoing instrument was acknowledged before me this 11 day of July, 1995, by John Lyon-Sullivan, in his capacities as President and Director of Purity Products, Inc., a Florida corporation. The aforesaid John Lyon-Sullivan is personally known to me or has produced _____ as identification

Elena Martinez
Notary Public

Print name: Elena Martinez

My commission expires:

