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**P9500025509**

ACCOUNT NO. : 072100000032

REFERENCE : 508550 8374A

AUTHORIZATION :

*Patricia Pyjitt*

COST LIMIT : \$ 122.50

ORDER DATE : March 30, 1995

ORDER TIME : 9:46 AM

ORDER NO. : 568550

CUSTOMER NO: 8374A

CUSTOMER: Laz L. Schneider, Esq  
BERGER & DAVIS, P. A.

Suite 400  
100 Northeast Third Avenue  
Ft. Lauderdale, FL 33301

900001448848

DIVISION  
95 MAR 30 10 09 47

DOMESTIC FILING

NAME: ULTIMATE USA, INC.

FILED  
95 MAR 30 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XXXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

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:

T. BROWN MAR 30 1995

ARTICLES OF INCORPORATION  
OF  
ULTIMATE USA, INC.

FILED  
95 MAR 30 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:  
ULTIMATE USA, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

Address of the principal office of this Corporation is 4100 North Powerline Road, Suite H5, Pompano Beach, FL 33073.

ARTICLE VI

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 4100 North Powerline Road, Suite H5, Pompano Beach, Florida 33073, and the initial registered agent of this Corporation at that address shall be Ronald Fabian.

ARTICLE VIII

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

Ronald Fabian

4100 North Powerline Road  
Suite H5  
Pompano Beach, FL 33073

ARTICLE X


INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Ronald Fabian

4100 North Powerline Road  
Suite H5  
Pompano Beach, FL 33073

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 29th day of March, 1995.

  
\_\_\_\_\_  
RONALD FABIAN

THE UNDERSIGNED, named as the registered agent in Article VII of these Articles of Incorporation hereby consents to act as such registered agent.

  
\_\_\_\_\_  
RONALD FABIAN

STATE OF FLORIDA           )  
                                  ) SS:  
COUNTY OF BROWARD        )

I hereby certify that on this 29th day of March, 1995, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared RONALD FABIAN to me known to be the person described as incorporator and registered agent in, and who executed, the foregoing Articles of Incorporation and who acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth, and who produced a Florida Drivers License Number F150-733-43-081 as identification.

NOTARY PUBLIC

Sign: Maia Walter

Print: Maia Walter

My Commission Expires:

(SEAL)

