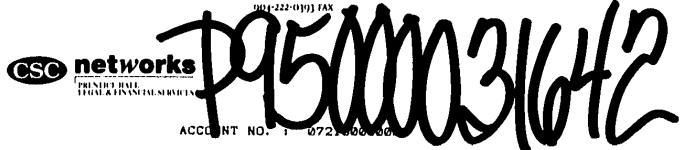
1201 HAYS STREET TALLAHASSEE, FL 12301 904-222-9171

800-342-8086



REFERENCE :

583180

88088

AUTHORIZATION :

Patrier Pourt

COST LIMIT : \$ 70.00

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ORDER DATE : April 21, 1995

ORDER TIME : 12:40 PM

ORDER NO. : 583180

CUSTOMER NO:

88088

CUSTOMER: Jeffrey P. Zane, Esq

JEFFREY P. ZANE, ESQ

Suite 330

701 Northpoint Parkway West Palm Beach, FL 33407

#### DOMESTIC FILING

NAME: H. COST, INC.

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XXX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: T. BROWN APR 2 4 1995

SECRETARY OF STATE
TALLAMASSEE, F. STOA

#### ARTICLES OF INCORPORATION

OF

H. COST, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be: H. COST, INC.

The address of the principal office of this corporation shall be c/o Jeffrey P. Zane, 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407, and the mailing address of the corporation shall be the same.

# ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

# ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Bart Yachbes

c/o Jeffrey P. Zane

Dir.

701 Northpoint Parkway, Suite 330 West Palm Beach, Florida 33407

Charles Rosner

Same

Dir.

# ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Bart Zachbes

Pros.

c/o Jeffrey P. Zane

701 Northpoint Parkway, Suite 330 West Palm Beach, Florida 33407

Charles Rosner V. Pres./Sec.

Same

# ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

# ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporation Information Services, Inc. 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on April 21, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Color ( Gail Shelby )

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Shelby

Its Agent, Gail Shelby

AHH/dgs

PRENTICE HALL TEGAL & FINANCIAE SERVICES

1201 HAYS STREET TALLAHASSER, FL 32301 904-222-9171

800-142-8086

Maria ...

ACCOUNT NO. : 072100000032

REFERENCE : 583180 88008A

AUTHORIZATION :

Patricia Pogit

COST LIMIT : 9 35.00

ORDER DATE: April 21, 1995

ORDER TIME : 4:14 PM

ORDER NO. : 583180

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CUSTOMER NO:

88088

CUSTOMER: Jeffrey P. Zane, Esq Jeffrey P. Zane, Esq

Suite 330

701 Northpoint Parkway West Palm Beach, FL 33407

# CHANGE OF AGENT

NAME: H. COST, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CONTACT PERSON: GAIL SHELBY

Charter No.	P9500	0031	642
Date Filed	April	21,	1995

# STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1.	The name of the corporation is: H. COST, INC.			
		IAI SE	55	
2.	The name and address of its present registered agent is:  CORPORATION INFORMATION SERVICES, INC.  1201 Hays Street  Tallahassee, Florida 32301	CAHASSEE FLO	HAY -5 MIII:	Posts
3.	The name and street address to which its registered agent is to be changed is:  (P.O. BOX NOT ACCEPTABLE)  Jeffrey P. Zane, Esquire	20x	07	•
	Singer & Zane, P.A. 701 Northpoint Parkway, Suite #330 West Palm Beach, FL 33407			
4.	The street address of its registered office and the street address of the business agent, as changed, are identical.	office	of its	registered
5.	Such change was authorized by resolution duly adopted by its board of director the corporation so authorized by the board of directors.  BART L. YACHE E. D. D. C. Signature	s or by	y an c	officer of
	(Typed or printed name and title)  Date	Vice Pro	sideni	:)
AE AC TH AN OE	AVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF SOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERECEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATED COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH SLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION ACTUTES.	TIFIC HIS C. TIVE T 'H AN	ATE, APAC O TI D AC	I HEREBY CITY. I FUR- TE PROPER CCEPT THE
	gnature JEFFREY P. ZANE, ESQUIRE  (Agonti)			

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