

BARRY G. HOFFMAN
LAW OFFICE P.A.

BARRY G. HOFFMAN*
LES SCHNEIDERMAN

HERBERT BREGG**

OF COUNSEL

TELEPHONE

TELETYPE

Plaza at the Boca Hamptons
9070 Kimberly Boulevard, Suite 57, Boca Raton, Florida 33434

TELEPHONE (407) 482-2000

FAX (407) 482-2000

March 6,

DEPARTMENT OF STATE
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32301
1234567890

RE: Articles of Incorporation
THE DENNICO CORPORATION

zelle

Dear Sir/Madam:

Enclosed herewith please find original and one (1) copy of Articles of Incorporation of The Dennico Corporation. We are also enclosing a check in the amount of \$122.50, which represents your fee for filing of the above corporation.

Please return one (1) conformed copy of the Articles of Incorporation to this office in the stamped-addressed envelope provided for your convenience.

Thank you for your cooperation in this matter. Please feel free to contact this office with any questions or concerns.

Very truly yours,

Alice V. Castelli
ALICE V. CASTELLI
Legal Assistant
Enc./

FILED
95 MAY - 1 AM 8 03
TALLAHASSEE, FLORIDA

15-5772
T. BROWN MAY - 1 1995

ACTION ATTORNEYS

A BARRY G. HOFFMAN
LAW OFFICE P.A.

BARRY G. HOFFMAN*
LES SCHNEIDERMAN
HERBERT BREGG**
OF COUNSEL

TELEPHONE
TELEFAX

Plaza at the Boca Hamptons
9070 Kimberly Boulevard, Suite 57, Boca Raton, Florida 33434

TELEPHONE (407) 482-2000

FAX (407) 482-2663

April 17, 1995

Teresa Brown
Corporate Specialist
DEPARTMENT OF STATE
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

RE: Articles of Incorporation
Letter No: W95000005773

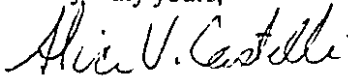
Dear Ms. Brown:

In response to your letter dated March 29, 1995, we are enclosing herewith the revised Articles of Incorporation with the new name along with a copy of your letter.

Please return one (1) conformed copy of the Articles of Incorporation to this office in the stamped-addressed envelope provided for your convenience.

Thank you for your cooperation in this matter. Please feel free to contact this office with any questions or concerns.

Very truly yours,



ALICE V. CASTELLI
Legal Assistant
Enc./

BARRY G. HOFFMAN
LAW OFFICE P.A.

BARRY G. HOFFMAN*
LES SCHNEIDERMAN

HERBERT BREGG**
OF COUNSEL

NY BAR
NJ BAR

Plaza at the Boca Hamptons
9070 Kimberly Boulevard, Suite 57, Boca Raton, Florida 33434

TELEPHONE (407) 482-2000

FAX # (407) 482-2663

March 23, 1995

Teresa Brown
Corporate Specialist
DEPARTMENT OF STATE
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

RE: Articles of Incorporation
Letter No: 995A00011576

Dear Ms. Brown:

In response to your letter dated March 15, 1995, we are enclosing herewith the revised Articles of Incorporation with the new name along with a copy of your letter.

Please return one (1) conformed copy of the Articles of Incorporation to this office in the stamped-addressed envelope provided for your convenience.

Thank you for your cooperation in this matter. Please feel free to contact this office with any questions or concerns.

Very truly yours,



ALICE V. CASTELLI

Legal Assistant

Enc./



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 15, 1995

ALICE V. CASTELLI
BARRY G. HOFFMAN, ESQ.
9070 KIMBERLY BLVD., SUITE 57
BOCA RATON, FL 33434

SUBJECT: THE DENNICO CORPORATION
Ref. Number: W95000005773

We have received your document for THE DENNICO CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 995A00011576



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 29, 1995

ALICE V. CASTELLI
BARRY G. HOFFMAN, ESQ.
9070 KIMBERLY BLVD., SUITE 57
BOCA RATON, FL 33434

SUBJECT: THE BRETCO CORPORATION
Ref. Number: W95000005773

We have received your document for THE BRETCO CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 795A00014137

ARTICLES OF INCORPORATION

OF

THE ZELLCO CORPORATION

(Name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

THE ZELLCO CORPORATION

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue TWO HUNDRED shares (200) of ONE Dollar(s) (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, or mailing address of the corporation is:

NAME:	THE ZELLCO CORPORATION
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470

The name and street address of the Initial Registered Agent of this Corporation is:

NAME:	DENNIS P. FRIZZELL
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470

95 MAY -1 1983
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have TWO (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME:	DENNIS P. FRIZZELL
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470
NAME:	ROBERT K. WACASTER
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470
NAME:	
ADDRESS:	
CITY:	

ARTICLE VII - CHANGES TO DIRECTORS OR STOCK

All additions or deletions to the initial board of directors shall be the unanimous decision of the initial board of directors, and shall be accomplished as per the By-Laws.

All common shares of stock shall not be sold to any party other than the original directors, and then only by unanimous decision of the Board of Directors.

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as listed on page 3.

ARTICLE VIII - INCORPORATORS (cont'd)

NAME:	DENNIS P. FRIZZELL
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470
NAME:	ROBERT K. WACASTER
ADDRESS:	16281 71st LANE NORTH
CITY:	LOXAHATCHEE, FLORIDA 33470
NAME:	
ADDRESS:	
CITY:	

IN WITNESS WHEREOF, The undersigned subscriber(s) have executed these Articles of Incorporation this 3 day of Sept, 1995

Signed:

Dennis P. Frizzell
FL24 17550/300

Signed:

Robert K. Wacaster
W 223 771 41 1360

STATE OF ~~FLORIDA~~

COUNTY OF Palm Beach

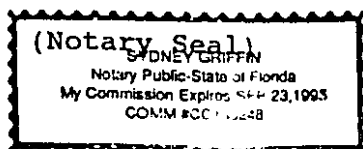
Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

DENNIS P. FRIZZELL

ROBERT K. WACASTER

known to me and known to be the person(s) who executed the above and foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3 day of Sept, 1995.



Sydney Griffin
(Notary Public, State of Florida at large)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

THE ZELICO CORPORATION

(Name of corporation.)

FILED
95 MAY -1 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

16281 71st LANE NORTH

LOXAHATCHEE, FLORIDA 33470

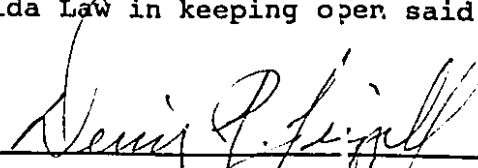
has named

DENNIS P. FRIZZELL

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(Registered Agent)