

ATTORNEYS AT LAW

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ALAN I ARMOUR II HOWARD J. FALCON III GAHY N GERSON HERBERT L. GILDAN PHILLIP C. GILDAN ELAINE JOHNSON JAMES SUSAN FLEISCHNER KORNSPAN DOMENICK R LIOCE KENNETH A. MARRA

TELEPHONE 14071 686 3307 TELEFAX 14071 686-5442

April 17, 1995

JOHN M. McDIVITT NATHAN E, NALON MARK A. PACHMAN M. RICHARD BAPIR OREGORY L. SCOTT JOHN WHITE II THOMAS J. YEAGER

Office of the Secretary of State Division of Corporations State of Florida P.O. Box 6327 Tallahassee, FL 32301 Re: Harco <u>Falm Beach</u>, INC. Our File: 2613/9363

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To Whom It May Concern:

In connection with the proposed organization of Harco, Inc., enclosed please find one duly executed original and one copy of Articles of Incorporation in the name of the corporation. Also enclosed is a check made payable to the Department of State in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) representing the appropriate filing fee, the Registered Agent fee and the fee to obtain a certified copy of the filed document.

Please endorse your approval of these Articles and return the certified copy directly to the undersigned as soon as possible.

Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERBON & WHITE, P.A.

Ronald a. Lepp

Ronald A. Burgess Corporate Paralegal

Enclosures F-\WORDPROC\RAB\WANG0088

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NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.

ALAN I ARMOUR II HOWARD J FALCON III GARYN GERSON HERBERT L. GILDAN PHILLIP C. GILDAN ELAINE JOHNSON JAMES SUBAN FLEISCHNER KORNSPAN DOMENICK R. LIOCE KENNETH A. MARRA

TELEPHONE 14071 686 3307 TELEFAX 14071 686 5442 JOHN M. MCDIVITT HATHAN E NASON MARR A. PACHMAN M. RICHARD SAPIR GREGORY L. SCOT JOHN WHITE II THOMAS J. YEAGER

May 2, 1995

Kevin Nickens, Document Specialist Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Harco of Palm Beach, Inc. Our File: 2613/9599

Dear Mr. Nickens:

Pursuant to your letter (a copy of which is attached hereto for your reference), please be advised that we have revised the name of the proposed new corporation "Harco, Inc." to "Harco of Palm Beach, Inc."

Enclosed please find one duly executed original and one copy of the Articles of Incorporation.

Provided this name is acceptable, please endorse your approval of these Articles and return the certified evidential copy to the undersigned. Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.

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Ronald A. Burgess Corporate Paralegal

Enclosures r:\wordproc\mrs\secrat.ltr



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State RECEIVED

April 24, 1995

RONALD A. BURGESS, PARALEGAL 1645 PALM BEACH LAKES BLVD. SUITE 1200 WEST PALM BEACH, FL 33401 APR 2 7 1995

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SUBJECT: HARCO, INC. Ref. Number: W95000008695

We have received your document for HARCO, INC. 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) 487-6915.

Kevin Nickens Document Specialist

Letter Number: 595A00019138

ARTICLES OF INCORPORATION OF HARCO OF PALM BEACH. INC.

FILED

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SECHETARY OF STATE

TALLAMASSEE FLORIDA I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation pursuant to Section 607 of the Florida Corporation Act.

ARTICLE I

NAME

The name of this Corporation shall be: HARCO OF PALM BEACH, INC.

ARTICLE_II

ADDRESS

The principal office and the mailing address of the corporation is:

P.O. Box 6199 Lake Worth, FL 33466

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

> 1645 Palm Beach Lakes Boulevard Suite 1200 West Palm Beach, FL 33401

The name of the initial registered agent of this Corporation at that address shall be:

M. Richard Sapir

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the By-laws (but at no time shall there be less than one (1) director of the Corporation).

ARTICLE ''I

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<u>Name</u>

M. Richard Sapir

Street Address

1645 Palm Beach Lakes Boulevard Suite 1200 West Palm Beach, FL 33401 IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 17th day of April, 1995.

M. Richard Sapir, Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Harco of Palm Beach, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named H. Pichard Sapir located thereat as its registered agent to accept service of process within this State.

M. Richard Sapir, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

M. Richard Sapir, Registered Agent

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