

P95000048468

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LIBERTY INDUSTRIAL CORPORATION
FAX AUDIT NUMBER: H95000006882
DATE REQUESTED: 06/21/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:45:34
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Connect: 00:09:0

FILED
95 JUN 21 PM 3:14
TALLAHASSEE, FLORIDA

6/21

FILED
95 JUN 21 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5

ARTICLES OF INCORPORATION
OF
LIBERTY INDUSTRIAL CORPORATION

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name

The name of the corporation is Liberty Industrial Corporation with principal place of business at: 940 Sweetwater Lane, Suite 501 Boca Raton, Florida 33431.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, if they are filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) Authorized Capital. The Maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$ 1.00 per share.

Prepared By: Jose I. Perez, Esq. (FBN 339784)
2000 South Dixie Highway, Suite 100-D, Miami, Florida 33133
305-285-1638

H95000006882

H95000006882

H95000006882

(2)

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2000 South Dixie Highway, Suite 100, Miami, Florida 33133, and the name of the initial registered agent of this corporation at that address is Jose I. Perez, ESQ.

Article VI

Directors

(a) Number. This corporation shall have 2 director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

Names

Street Addresses

- | | |
|----------------------|--|
| 1) Urmas J. Tiival | 940 Sweetwater Lane, Suite 501
Boca Raton, Florida 33431 |
| 2) Arturas Saladzius | 1745 Palm Jove Boulevard, Suite 207
Delray Beach, Florida 33445 |

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. the board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

H95000006882

H95000006882

(3)

Article VII

Bylaws

The initial by laws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator(s)

The name and street address of the incorporator of this corporation is:

Name

Address

Jose I. Perez, ESQ.

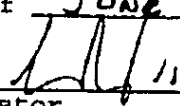
2000 South Dixie Highway, Suite 100,
Miami, Florida 33133.

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 20 day of JUNE, 1995.



Incorporator

H95000006882

TOTAL P.05


H95000006882

(4)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

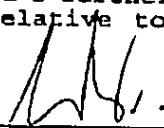
In compliance with Section 48.091, Florida Statutes, the following is submitted:

Liberty Industrial Corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida, has named Jose I. Perez, Esquire, located at Grove 2000 Building, 2000 South Dixie Highway, Suite 100, Miami, Florida 33133 as its agent to accept service of process within Florida.


Jose I. Perez, ESQ. Incorporator

Dated: June 20th, 1995

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Jose I. Perez, Esq.
Registered Agent

Dated: June 20th, 1995

FILED
55 JUN 21 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000006882