

1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32301

(904) 233-9311 FAX
(904) 233-9311



ACCOUNT NO. : 072100000012

REFERENCE : 658258 9262A

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : August 11, 1995

500001558785

ORDER TIME : 12:40 PM

ORDER NO. : 658258

CUSTOMER NO: 9262A

CUSTOMER: Pam Syx, Legal Assistant
KIRK FRIEDLAND, ESQ

Suite 505
501 South Flagler Drive
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: INTERNATIONAL ASSET
LIQUIDATION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

FILED
95 AUG 11 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN AUG 14 1995

ARTICLES OF INCORPORATION
OF
INTERNATIONAL ASSET LIQUIDATION, INC.

FILED
95 AUG 11 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

INTERNATIONAL ASSET LIQUIDATION, INC.

The address of the principal office of this corporation shall be 8102 Ambach Way, Lantana, Florida 33462, 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 100 shares of common stock having \$1.00 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 Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 11, 1995.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
95 AUG 11 AM 8 47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware 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 SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

LRD/dks

P95000062302

Tuesday, 26 March 1996

KIRK FRIEDLAND
Attorney at Law

Board Certified Civil Trial Lawyer
501 South Flagler Drive, Suite 505
West Palm Beach, Florida 33401

Telephone: (407) 655-8200
Fax: (407) 655-1389

Department of State
Division of Corporations
The Capitol
409 East Gaines Street
Tallahassee, Florida 32304

500001761635
-03/28/96--01094--013
*****35.00 *****35.00

Re: International Asset Liquidation, Inc.

Dear Madam or Sir:

I have enclosed the original and a copy of the Statement of Change of Registered Office and Registered Agent together with the Assignment by the Sole Incorporator for the above-named Florida corporation. Also enclosed is our firm's check in the amount of \$35.00 representing payment for this service. *Returned*

Please file the enclosed Statement of Change and return a copy stamped "filed" to the undersigned.

Thank you for your prompt attention in this matter.

Very truly yours,

Pamela K. Syx
Pamela K. Syx, CLA

FILED
96 MAR 28 PM 12:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

/pks
Enclosures

pc: Mr. Karl Lindroos with Enclosures

RA Chg.

VS APR 2 1996

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508 of the Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: INTERNATIONAL ASSET LIQUIDATION, INC.

1b. Date of incorporation AUGUST 11, 1995 Document number P95000062302

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, Florida 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

KIRK FRIEDLAND

501 SOUTH FLAGLER DRIVE, SUITE 505
WEST PALM BEACH, FL 33401

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
SIGNATURE

March 12, 1996
DATE

KARL LINDROOS, President
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]

(Registered Agent)

DATE 3-12-96

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314