

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
(904) 241-1111  
904-241-1111 FAX

800-342-0086



*950063813*

ACCOUNT NO. : 072100000032

REFERENCE : 661257 869010

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : August 17, 1995

ORDER TIME : 10:29 AM

RECEIVED AT 11:01 AM 8/17/95

ORDER NO. : 661257

CUSTOMER NO: 869010

CUSTOMER: Mr. Jennifer Connors - 869010  
PRENTICE HALL LEGAL &  
FINANCIAL SERVICES, INC.  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

DOMESTIC FILING

NAME: LEADER RESOURCES, 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: \_\_\_\_\_

RECEIVED  
95 AUG 17 10:08 AM  
TALLAHASSEE, FLORIDA

FILED  
95 AUG 17 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN AUG 17 1995

ARTICLES OF INCORPORATION  
OF  
LEADER RESOURCES, INC.

FILED  
95 AUG 17 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby make and execute these  
Articles of Incorporation for the purpose of forming a  
corporation under the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is:

Leader Resources, Inc.

ARTICLE II

Initial Principal Office

The street address of the initial principal office of  
the corporation shall be:

5300 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131-2339

The board of directors of the corporation, or an  
officer of the corporation acting under the authority of the  
board of directors, is authorized to change the principal office  
of the corporation from time to time without amendment to these  
Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation  
shall have authority to issue is Ten Thousand (10,000) shares of  
common stock. The par value of each such share shall be \$1.00  
per share.

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

5300 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131-2339

The name of the corporation's initial registered agent at that office is Ethan W. Johnson, Esq.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Kara L. MacCullough, Esq.  
Morgan, Lewis & Bockius  
5300 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131-2339

ARTICLE VI

Purpose and Powers

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VII

Board of Directors

The number of directors constituting the initial board of directors is one (1). Thereafter, the number of directors shall be as provided in the bylaws. The name and address of each individual who is to serve as a member of the initial board of directors are:

Anabella Hidalgo

JPBT Advisers, Inc.  
701 Brickell Avenue  
Suite 2550  
Miami, Florida 33131

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 16<sup>th</sup> day of August, 1995.

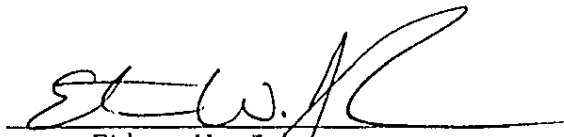
Kenneth S. MacLellan  
Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as  
registered agent of Leader Resources, Inc. and agrees to comply  
with the provisions of the laws of Florida, including section  
48.091, Florida Statutes, providing for the keeping open of the  
registered office for service of process.

The undersigned is familiar with, and accepts, the  
obligations of the position of registered agent.

Dated: August 16, 1995

  
Ethan W. Johnson  
Registered Agent

FILED  
95 AUG 17 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA