

P9500066265

80-142-8016  
901-222-0991 FAX



ACCOUNT NO. : 072100000032

REFERENCE : 669082 87551A

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 70.00

ORDER DATE : August 25, 1995

ORDER TIME : 9:51 AM

ORDER NO. : 669082

CUSTOMER NO: 87551A

CUSTOMER: Ms. Laura Varney  
LAWRENCE B. JURAN, PA

Suite 100  
1200 Corporate Center Way  
Wellington, FL 33414

DOMESTIC FILING

NAME: C HOLDING CORPORATION

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa L. Mears

EXAMINER'S INITIALS: \_\_\_\_\_

17230

W95-17181

503, 192

SAB  
8/28/95

RECEIVED  
SERIALS  
10/07

10/07/95

FILED  
8/25/95 11:00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

August 25, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: C HOLDING CORPORATION  
Ref. Number: W95000017181

We have received your document for C HOLDING CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 495A00039762

ARTICLES OF INCORPORATION  
OF  
C Investments, Inc.

FILED  
95 JUN 25 11:18 10  
CLERK OF DISTRICT COURT  
JULY 1 1995

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I  
NAME

The name of the corporation shall be: C Investments, Inc.

ARTICLE II  
PRINCIPAL OFFICE

The mailing address of the initial principal office of this corporation is P.O. Box 1592, West Palm Beach, Florida 33402. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

ARTICLE III  
PURPOSE

To engage in any business and other activities permitted under the laws of the United States and Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

(a) Par value shall be \$0.001 per share.

(b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is

interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

#### ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

#### ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is Jonathan Satter. The street address of the initial registered agent of this corporation is: Jonathan Satter, c/o Paramount Real Estate Services, 1500 Corporate Center Way, Suite 103, Wellington, Florida 33414.

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The names and addresses of the initial directors of this corporation are:

|                            |                            |
|----------------------------|----------------------------|
| Craig N. Erickson          | Jonathan R. Satter         |
| P.O. Box 1592              | P.O. Box 1592              |
| West Palm Beach, Fl. 33402 | West Palm Beach, Fl. 33402 |


#### ARTICLE VIII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of each class of shareholders shall be required for any amendment or repeal.

ARTICLE IX  
INCORPORATOR

The name and street address of the person signing these Articles is Jonathan Satter, P.O. Box 1592, West Palm Palm Beach, Florida 33402.

The undersigned has executed these Articles of Incorporation this 23rd day of August, 1995.

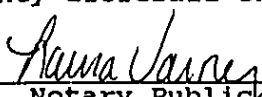
  
Jonathan Satter, Incorporator

STATE OF FLORIDA       )  
                                  ) SS.  
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Jonathan Satter, [X] known to me to be the person who executed the foregoing Articles of Incorporation, or who produced \_\_\_\_\_ as identification, and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid on this 23rd day of August, 1995.

My Commission Expires:

  
Notary Public  
State of Florida At Large

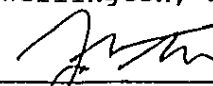


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: C Investments, Inc.
2. The name and address of the registered agent and office is:  
Jonathan Satter c/o Paramount Real Estate Services, 1500  
Corporate Center Way, Suite 104, Wellington, Florida 33414.

Dated: August 23, 1995

  
Jonathan Satter,  
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED CORPORATION HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED CORPORATION FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

Dated: August 23, 1995

Registered Agent:

JONATHAN SATTER

By: 

Jonathan Satter  
Vice President/Secretary

FILED  
AUG 23 1995