

KEVIN M. LAMONTAGNE

ATTORNEY AT LAW

640 EAST OCEAN AVENUE
OCEAN PLAZA, SUITE 16
BOYNTON BEACH, FLORIDA 33435

MEMBER, FLORIDA BAR

August 25, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

45 AUG 31 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(407) 732-0100

400001574904
-08/31/95--01065--016
****122.50 ****122.50

RE: Articles of Incorporation for ZMF, Inc.

Dear Sir:

Please accept for filing the Articles of Incorporation for ZMF, Inc. I enclose a check in the amount of \$122.50, representing \$35.00 for the filing fee, \$35.00 for the designation of registered agent, and \$52.50 for a certified copy of the Articles of Incorporation.

I enclose a copy of the Articles of Incorporation which you may use to prepare the certified copy. I also enclose a stamped, self-addressed envelope for your convenience.

Very truly yours,

Kevin M. LaMontagne

Kevin M. LaMontagne

KML/hm

Enclosures

8/31/95
TS

ARTICLES OF INCORPORATION

OF

ZMF, INC.

The undersigned, for the purposes of forming a corporation under and pursuant to the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is ZMF, Inc.

ARTICLE II
PURPOSES

The corporation is organized to transact any or all lawful business and engage in any activity for which corporations may be organized.

ARTICLE III
CAPITAL STOCK

The number of shares which the corporation is authorized to issue is One Thousand (1,000).

ARTICLE IV
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 640 East Ocean Avenue, Suite 16, Boynton Beach, Florida 33435. The name of its initial registered agent at such address is Kevin M. LaMontagne.

ARTICLE V
PRINCIPAL OFFICE

The address of the principal office of the corporation and its mailing address is 8206 Mizner Lane, Boca Raton, Florida 33433.

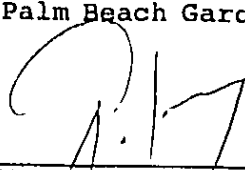
25 AUG 31 1971
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
SECTION 1244 STOCK

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII
INCORPORATOR

The name and address of the incorporators are Marie-France Laure DeLeuze, 8206 Mizner Lane, Boca Raton, Florida 33433, and Jean Claude Forestier, 605 Masters Way, Palm Beach Gardens, Florida 33418.



MARIE-FRANCE LAURE DELEUZE
Incorporator




JEAN CLAUDE FORESTIER
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 25th day of August, 1995, before me appeared Marie-France Laure DeLeuze, who produced a Florida driver's license as identification and who did not take an oath and who acknowledged that she executed the foregoing instrument for the purposes therein expressed.



Notary Public (SEAL)
My commission expires:



KEVIN M. LAMONTAGNE
COMMISSION # CC 306915
EXPIRES AUG 9, 1997
Atlantic Bonding Co., Inc.
800-732-2245

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 25th day of August, 1995, before me appeared Jean Claude Forestier, who produced a Florida driver's license as identification and who did not take an oath and who acknowledged that he executed the foregoing instrument for the purposes therein expressed.



KEVIN M. LAMONTAGNE
COMMISSION # CC 306915
EXPIRES AUG 9, 1997
Atlantic Bonding Co., Inc.
800-732-2222

Kevin M. LaMontagne
Notary Public (SEAL)
My commission expires:

ACCEPTANCE BY REGISTERED AGENT

I acknowledge that I am familiar with the obligations or the position of registered agent, and I hereby accept the aforesaid designation as registered agent.

Kevin M. LaMontagne
Kevin M. LaMontagne