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ADAM R. SCHIFFMAN

December 28, 1995

VIA FEDERAL EXPRESS

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****122.50 ****122.50

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
DEC. 28, 1995

RE: AXTMANN HOLDINGS, INC.


Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Axtmann Holdings, Inc.

Enclosed also is our firm's check in the amount of \$122.50 which covers the fee for filing and a certified copy. Please return the certified copy of the Articles as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,



NICOLE J. HUESMANN

NJH:sk
Encls.

FILED
95 DEC 29 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GB 12/29/95

ARTICLES OF INCORPORATION
OF
AXTMANN HOLDINGS, INC.

FILED
95 DEC 29 AM 11:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME AND ADDRESS

EFFECTIVE DATE
Dec. 28, 1995

The name of the Corporation shall be:

AXTMANN HOLDINGS, INC.

The Corporation's address is 3500 Island Boulevard, Penthouse 4, Williams Island, Florida
33160.

ARTICLE II

DURATION

The corporation shall commence its existence on December 28, 1995, and shall exist perpetually
unless sooner dissolved according to law.

ARTICLE III

PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws
of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common
stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The Initial registered agent and the street address of the Initial registered office of the Corporation is Siegfried E. Axtmann, 3500 Island Boulevard, Penthouse 4, Williams Island, Florida 33160.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is Siegfried E. Axtmann, 3500 Island Boulevard, Penthouse 4, Williams Island, Florida 33160.

ARTICLE VII

INCORPORATOR


The name and address of the person signing these Articles of Incorporation as Incorporator is Siegfried E. Axtmann, 3500 Island Boulevard, Penthouse 4, Williams Island, Florida 33160.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of December, 1995.



SIEGFRIED E. AXTMANN

