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LAW OFFICES

MOYLE, FLANIGAN, KATZ, FITZGERALD & SHEEHAN, P.A.

625 NORTH FLAGLER DRIVE - 9TH FLOOR  
WEST PALM BEACH, FLORIDA 33401

POST OFFICE BOX 3888  
WEST PALM BEACH, FLORIDA 33404  
TELEPHONE (407) 889-7800  
FACSIMILE (407) 889-1789

TALLAHASSEE OFFICE  
TELEPHONE (904) 881-3888  
FACSIMILE (904) 881-8788

STUART OFFICE  
TELEPHONE (407) 888-1144  
FACSIMILE (407) 888-1499

PALM BEACH GARDENS OFFICE  
TELEPHONE (407) 888-8480  
FACSIMILE (407) 888-8878

PETER L. BRETON  
GREGORY D. COOK  
JOHN R. KUBANKS, JR.  
E. COLE FITZGERALD, III  
JOHN P. FLANIGAN  
MYRA GENDEL  
LYNN G. HAWKINS  
MARTIN V. KATZ  
WILLIAM B. KING  
RONALD K. MOLINS  
PAUL A. KRASKEN  
STEVEN A. MAYANS  
LINDA M. MCCANN

MICHAEL K. MILLER  
JON C. MOYLE  
JON C. MOYLE, JR.  
JODY H. OLIVER  
MARK E. RAYMOND  
THOMAS A. SHEEHAN, III  
MARTA M. SUAREZ-MUNIAS  
WILTON L. WHITE

OF COUNSEL:  
THOMAS A. HICKEY  
WILLIAM J. PAYNE  
DONNA H. STINSON  
\*ADMITTED IN NEW YORK ONLY

Writer's Direct Line:  
(407) 822-0310

January 30, 1996

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

600001708536  
-02/01/96--01026--010  
\*\*\*122.50 \*\*\*122.50

Re: NISKA PRODUCTS CORP.

Dear Sir/Madam:

Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation for the above-referenced company, together with a check in the amount of \$122.50 to cover the costs of Florida incorporation. Please furnish the undersigned with a certified copy of the Articles of Incorporation subsequent to filing same.

Thank you for your prompt attention to this matter.

Sincerely yours,

  
Martin V. Katz

MVK/lmf/7771Z  
Enclosures

SN FEB - 5 1996

FILED  
96 FEB - 1 PM 1:43  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
NISKA PRODUCTS CORP.

FILED  
FEB -1 PM 1:43  
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be Niska Products Corp. (the "Corporation").

ARTICLE II

Mailing Address

The mailing address of the Corporation is 430 S. Dixie Highway, Lake Worth, Florida 33460.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations

organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

#### ARTICLE IV

##### Capital Stock

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$0.01) par value common stock.

#### ARTICLE V

##### Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

##### Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

#### ARTICLE VII

##### Initial Registered Office and Agent

The street address of the initial registered office of this

Corporation is 430 S. Dixie Highway, Lake Worth, Florida 33460, and the name of the initial registered agent of this Corporation at that address is Mark L. Kuebler.

#### ARTICLE VIII

##### Board of Directors

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is as follows:

Mark L. Kuebler

430 S. Dixie Highway  
Lake Worth, Florida 33460

#### ARTICLE IX

##### By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X

##### Indemnification


The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows: Mark L. Kuebler, 430 S. Dixie Highway, Lake Worth, Florida 33460.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of Jan, 1996.

  
MARK L. KUEBLER, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

THAT NISKA PRODUCTS CORP., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL  
REGISTERED OFFICES AT 430 S. DIXIE HIGHWAY, LAKE WORTH, FLORIDA  
33460 HAS NAMED MARK L. KUEBLER, LOCATED AT 430 S. DIXIE HIGHWAY,  
LAKE WORTH, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

Mark L. Kuebler  
MARK L. KUEBLER, Incorporator  
1/30/96  
(Date)

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I  
FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS  
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF  
MY DUTIES, INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA  
STATUTES.

Mark L. Kuebler  
MARK L. KUEBLER, Registered Agent  
1/30/96  
(Date)

FILED  
JAN 31 1996  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
IN AND FOR  
FLORIDA  
PM 1:43