

P96000011586

P F G

Payne Financial Group

February 1, 1996

Florida Department of Corporations
409 Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for Tower Unlimited, Inc.

Dear Clerk:

Enclosed please find one (1) original and one (1) photocopy of the Articles of Incorporation for Tower Unlimited, Inc.; a pre-addressed, stamped envelope and a check in the amount of \$122.50. This amount represents payment in full for the fees required to properly file the enclosed Articles of Incorporation of Tower Unlimited, Inc. Kindly file the enclosed articles at your earliest possible convenience. Once you have done so please return a stamped copy to me in the enclosed envelope.

Thank you in advanced for your anticipated cooperation and prompt attention to this matter. Should you require any additional information please contact me at (954) 783-6992.

Sincerely,

Janice Bonnell
Janice Bonnell

:jb

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 FEB - 2 AM 8:45

800001705808
-02/02/96--01064--018
***122.50 ***122.50

AL FEB - 6 1995

**ARTICLES OF INCORPORATION
OF
TOWER UNLIMITED, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -2 AM 0:46

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the state of: **Florida**.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: **TOWER UNLIMITED, INC.** and its principal office shall be located at: **750 E. Sample Rd., Ste 202, Pompano Bch., FL 33064.**

ARTICLE II
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the state of **Florida**.

ARTICLE III
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be **1,000 shares** of common stock, **\$.01 par value** per share.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V
**REGISTERED AGENT AND
INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the state of **Florida** shall be **Anne Tower Getz, 750 E. Sample Rd., Ste 202, Pompano Bch., FL 33064.**

ARTICLE VI
BOARD OF DIRECTORS

The name and address of the Initial Directors of this Corporation are:

| Name | Address |
|-----------------|--|
| Anne Tower Getz | 750 E. Sample Rd., Ste 202 Pompano Bch., FL 33064 |

The person(s) named as initial Director(s) shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII
INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is **Anne Tower Getz**, and her address is **750 E. Sample Rd., Ste 202, Pompano Bch., FL 33064.**

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify to the fullest extent permitted by Florida

Statute 607.0850, as may be amended from time to time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action or suit brought against said officer or director in his/her official capacity. This Corporation shall not indemnify any director or officer in any action or suits, threatened, pending or completed, brought by him/her against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employees or agents of the Corporation, or serving at the request of the Corporation as a director, officer employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation. Pursuant to Florida Statute 607.0850(9), no court order indemnification shall, under any circumstances, be permitted.

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE OF SERVICE OF PROCESS**

TOWER UNLIMITED, INC., a Corporation existing under the laws of the State of Florida with its principal office at **750 E. Sample Rd., Ste 202, Pompano Bch., FL 33064** has named **Anne Tower Getz** who address is **750 E. Sample Rd., Ste 202, Pompano Bch., FL 33064**, at its agent to accept service of process within the state of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in the Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.

By: Anne Tower Getz
Anne Tower Getz
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 FEB - 2 AM 8:45

ARTICLE X
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Florida Statute 607.0902, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on January 23 1996.

Anne Tower Getz
Incorporator

State of Connecticut)
) ss: WITNESSES
County of Fairfield)

The foregoing instrument was acknowledged before me this 23 day of January, 1996, by Anne Tower Getz, as Incorporator, who is personally known to me or has produced PASSPORT & DRIVER'S L as identification and did take on oath.

Lois M. Broussard
Notary Public State of Connecticut

LOIS M. BROUSSARD
NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 31, 1998