

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-522-9100  
904-522-3911 FAX

800-342-8086



*19600019844*

ACCOUNT NO. : 072-001-0032

REFERENCE : 866874 7105773

AUTHORIZATION : *Patricia Piquit*

COST LIMIT : 4,700.00

ORDER DATE : March 1, 1996

ORDER TIME : 10:11 AM

ORDER NO. : 866874

CUSTOMER NO: 7105773

CUSTOMER: Ms. Lynn Tilton  
MS. LYNN TILTON

6048 NW 30th Way

Boca Raton, FL 33496

800001731219

DOMESTIC FILING

NAME: SUCCUBUS PARTNERS INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

T. BROWN MAR - 5 1996

FILED  
95 MAR -4 AM 8:23:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED

FILED  
96 MAR -4 AM 8:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SUCCUBUS PARTNERS INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUCCUBUS PARTNERS INC.

The address of the principal office of this corporation shall be 6048 Northwest 30th Way, Boca Raton, Florida 33496, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Lynn Tilton

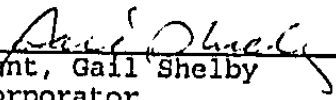
6048 Northwest 30th Way  
Boca Raton, Florida 33496

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

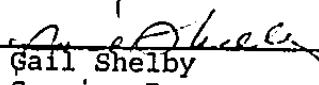
Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 4, 1996.

  
\_\_\_\_\_  
Its Agent, Gail Shelby  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Its Agent, Gail Shelby  
Authorized Service Representative  
Corporation Service Company

RLL/DGS