

APR 30 1996 12:01PM TRIDENT SCOTT CONKLIN
(((H960000006085))) ELECTRONIC FILING COVER SHEET
TO DIVISION OF CORPORATIONS FROM TRIPP, SCOTT CONKLIN
DEPARTMENT OF STATE P.O. BOX 14875
STATE OF FLORIDA
400 EAST GAINES STREET FT. LAUDERDALE FL 33302-0000
TALLAHASSEE, FL 32399 CONTACT: PATTY SCHILINDWEIN
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(((H960000006085))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TRIDENT USA SELECT, INC.
FAX AUDIT NUMBER: H960000006085 CURRENT STATUS: REQUESTED
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** ENTER 'M' FOR MENU. **

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95 APR 30 PM 4:30
TALLAHASSEE
DIVISION OF CORPORATIONS

4/30

92-1-26



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1996

PATTY SCHLINDWEIN
TRIPP, SCOTT, CONKLIN & SMITH
P.O. BOX 14245
FT. LAUDERDALE, FL 33302

The name TRIDENT USA SELECT, INC. has been reserved for 120 days beginning April 24, 1996. The reservation number is R96000002091 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 196A00019331

APR 30 1996 12:01PM

TRIPP SCOTT CONKLIN

No. 6727 Sub P. 2/55

**ARTICLES OF INCORPORATION
OF
TRIDENT USA SELECT, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of this Corporation is:

Trident USA Select, Inc.

**ARTICLE II
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

801 12th Avenue South
Suite 302
Naples, Florida 33940

Prepared by:

Timothy J. McDermott, Esq.
Bar No. 747531
Tripp, Scott, Conklin & Smith
P.O. Box 14245
Fort Lauderdale, FL 33302
(954) 525-7500

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**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Simon S. Bailey
801 12th Avenue South
Suite 302
Naples, Florida 33940

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator is:

Simon S. Bailey
801 12th Avenue South
Suite 302
Naples, Florida 33940

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have One (1) Director initially. The number of Directors may be either 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:

Name

Simon S. Bailey

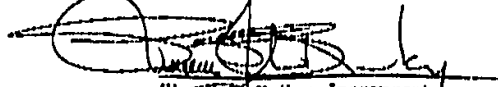
Address

801 12th Avenue South
Suite 302
Naples, Florida 33940

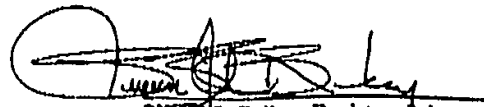
**ARTICLE IX
INDEMNIFICATION**

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 Incorporator and Registered Agent have executed these Articles of Incorporation this 25th day of April 1996.


Simon S. Bailey, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


Simon S. Bailey, Registered Agent

FILED
96 APR 30 PM 5:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA