

P96000037352

CSC networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ORDER NO. : 036344

DATE : 03/31/96

AUTHORIZATION :

Patricia Lytle

ORDER LIMIT : \$ 122,500

ORDER DATE : April 30, 1996

ORDER TIME : 11:00 AM

ORDER NO. : 036344

CUSTOMER NO. : 021500

CUSTOMER: Mr. Jose Mojica
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

300001801503

DOMESTIC FILING

NAME: MARAS INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

HA
4-30-96

FILED
96 APR 30 AM 8 10
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MABAS INC.

FILED
96 APR 30 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

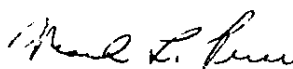
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is MABAS INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 100 (ONE HUNDRED) shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 5737 N.W. 38TH AVE., BOCA RATON, FL. 33496 and the name of its initial registered agent at such address is MARK SACKS.
6. The number of directors constituting the initial board of directors is 1 (ONE) and the name and address of each person who is to serve as a member thereof is as follows:

MARK SACKS, 5737 N.W. 38TH AVE., BOCA RATON, FL. 33496
7. The name and address of the sole incorporator is: Mark Press, Esquire, 1055 Saw Mill River Road, Ardsley, N.Y. 10502.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/27/96



Mark Press
Sole Incorporator

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

FILED
96 APR 30 PM 8:15
STATE OF
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of MABAS INC.,
the within named corporation.

Dated: APR 29 1996


MARK SACKS

DEC-02 9 15:15 OFFICE OF THE SECRETARY OF STATE TO THE FA PAGE 1

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12/02/96
2:47 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000016884 4))

TO: DIVISION OF CORPORATIONS
(904)922-4000

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212)431-5000
(212)431-1441

FAX #:

NAME: MABAS INC.

AUDIT NUMBER.....H96000016884

DOC TYPE.....REGISTERED AGENT CHANGE

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

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FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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TALLAHASSEE, FLORIDA

FILED
96 DEC -3 PM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Contract
Fender

H96000016884

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 807.0502, 817.0502, 807.1508, or 817.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: MARAS INC.

1b. Date of Incorporation 4/30/96 Document number P96000037352

2. The name and address of the current registered agent and office:

Mark Sacks

5737 NW 38th Avenue, Boca Raton, FL 33496

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Mark Sacks

4014 NW 64th Road, Boca Raton, FL 33496

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Mark Sacks
SIGNATURE

DATE

Mark Sacks, President

Typed or printed name and title

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

SIGNATURE Mark Sacks

(Registered Agent)

DATE 11-20-96

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

FILING FEE: \$35.00
H96000016884

BlumbergExcelisior, 62 White St., NY, NY 10013, 212-431-5000

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DEC -3 11 10 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA