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TALLAHASSEE, FL 32301-2607  
(904) 222-0171  
(904) 222-0399 FAX

800-342-8086

P96000050148



PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 983154 81740A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 11, 1996

ORDER TIME : 11:04 AM

ORDER NO. : 983154

CUSTOMER NO: 81740A

700001858507  
-06/11/96--01139--002  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Marguerite Shaffer, Legal Asst  
ROGER L. SHAFFER, ESQ

Suite 270  
2500 N. Military Trail  
Boca Raton, FL 33431

DOMESTIC FILING

NAME: BEST-EX, 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: Clint Fuhrman

EXAMINER'S INITIALS:

612-671  
W96-12423

96 JUN 11 PM 1:31

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

DIVISION OF CORPORATIONS

96 JUN 11 PM 2:09

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 11 PM 1:31

June 11, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: BEST-EX, INC.  
Ref. Number: W96000012423

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for BEST-EX, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 896A00029092

RECEIVED  
96 JUN 12 PM 12:05  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

**OF**

**BEST-EX, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 11 PM 1:31

**ARTICLE I: NAME**

The name of this corporation is BEST-EX, INC. The mailing address of the corporation is 433 Plaza Real, Suite 365, Boca Raton, Florida, 33432.

**ARTICLE II: DURATION**

This corporation shall have perpetual existence.

**ARTICLE III: PURPOSE**

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

#### **ARTICLE V: PRE-EMPTIVE RIGHTS**

Every share holder, 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2500 N. Military Trail, Suite 270, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is Roger L. Shaffer, Jr.

#### **ARTICLE VII: INITIAL BOARD OF DIRECTORS**

This corporation shall have one 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. The name and address of the initial directors of this corporation are:

Kenneth J. Gruneisen  
433 Plaza Real, Suite 365  
Boca Raton, FL 33432

#### **ARTICLE VIII: INCORPORATOR**

The name and address of the person signing these Articles is:

Kenneth J. Gruneisen  
433 Plaza Real, Suite 365  
Boca Raton, FL 33432


**ARTICLE IX: INDEMNIFICATION**

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

**ARTICLE X: AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of JUNE, 1996.

  
Kenneth J. Gruneisen

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, personally appeared Kenneth J. Gruneisen who is personally known to me to be the person described in, and who executed the foregoing Articles of Incorporation and who took an oath and acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid this 10 day of JUNE, 1996.

  
Roger L. Shaffer, Jr.  
Notary Public

My Commission Expires:



ROGER L. SHAFFER JR.  
My Commission 00461130  
Expires May. 08, 1999  
Bonded by NAJ  
800-422-1588

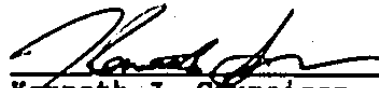
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 11 PM 1:31

**REGISTERED AGENT CERTIFICATE**

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

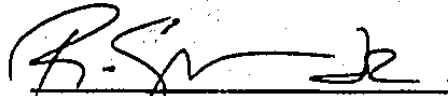
That BEST-EX, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Boca Raton, State of Florida, has named Roger L. Shaffer, Jr., 2500 N. Military Trail, Suite 270, Boca Raton, Florida 33431 as its agent to accept service of process within the State of Florida.



Kenneth J. Gruneisen  
Incorporator

Dated: 6/10/96

Having been named 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 agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Roger L. Shaffer, Jr.  
Registered Agent

Dated:

6/10/96