

P9600068448

JOEL A. SAVITT
OF COUNSEL
RUDAN L. ALBRECHTSON
HARVEY A. HUNGER
ALAN B. GERT
ROBERT A. BLOK

VIA FEDERAL EXPRESS

TELEPHONE (305) 835-8044
TELEFAX (305) 835-1104

August 13, 1996

New Filings Section
Florida Department of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

2000011922012
-00714206--01075--011
8888122.50 8888122.50

Re: Atlas Allergy Supply, Inc.
Our File No. 96-153

EFFECTIVE DATE
8/13/96

Gentlemen:

Enclosed please find the original and a copy of the proposed Articles of Incorporation for "Atlas Allergy Supply, Inc." together with my check in the amount of \$122.50.

This check represents the cost of the filing fees, a certified copy of the Articles of Incorporation and fee for the Registered Agent Designation for this corporation.

Also enclosed is a self-addressed Federal Express Invoice for use in your returning the certified copy to me via overnight courier.

Very truly yours,

JOEL A. SAVITT
JAS/em
Enclosures as stated

FILED
96 AUG 14 PM 5:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ATLAS ALLERGY SUPPLY, INC.

FILED
96 AUG 14 PM 5:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
8/13/96

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is **ATLAS ALLERGY SUPPLY, INC.**

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is:

908 West Hallandale Beach Blvd.
Hallandale, Florida 33009

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of signing of the Articles of Incorporation by the Incorporator herein.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 908 West Hallandale Beach Blvd., Hallandale, Florida 33009, and the name of the initial registered agent

of this corporation at that address is Sharon Crismanich.

ARTICLE IX

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 never less than ONE (1).

The name and address of the initial director of this corporation are:

Sharon Crismanich
908 West Hallandale Beach Blvd.
Hallandale, Florida 33009

ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

Sharon Crismanich
908 West Hallandale Beach Blvd.
Hallandale, Florida 33009

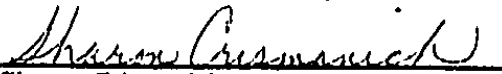
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 13th day of August, 1996.


Sharon Crismanich,
Initial Director/Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That ATLAS ALLERGY SUPPLY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 908 West Hallandale Beach Blvd., Hallandale, Florida 33009, has named Sharon Crismanich, located at 908 West Hallandale Beach Blvd., Hallandale, Florida 33009, as its agent to accept service of process within the State of Florida.


Sharon Crismanich,
Incorporator

Dated: August 13, 1996

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.

Sharon Crismanich
Sharon Crismanich,
Registered Agent

Dated: August 13, 1996

FILED
96 AUG 14 PM 5:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA