

STEVEN J. ASARCH, P.A.

Law Offices

Steven J. Asarch, J.D., LL.M.
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August 28, 1996

Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

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Attention: Ms. Jo Mynard

RE: LANSAR PRODUCTS, INC.

Dear Ms. Mynard:

Enclosed herewith please find the original and one copy of the Articles of Incorporation filed on behalf of our client **LANSAR PRODUCTS, INC.** along with a check in the sum of \$122.50 covering the following fees:

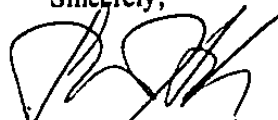
Filing Articles of Incorporation	\$35.00
Certified copy of Articles	\$52.50
Designation of Registered Agent	<u>\$35.00</u>

\$122.50

Please file the Articles of Incorporation and forward to me a Certificate of Incorporation and certified copy of the Articles as soon as possible in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter. If you have any questions regarding the above, please do not hesitate to contact me.

Sincerely,



Steven J. Asarch
Attorney at Law

SJA:st
Enclosures

Saul(LanProd)SecState.Ltr

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER SEP 9 1996

ARTICLES OF INCORPORATION
OF
LANSAR PRODUCTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be:

LANSAR PRODUCTS, INC.

ARTICLE II
PRINCIPAL OFFICE

The mailing address of the initial principal office of this corporation is 301 Yamato Road, Suite 3199, Boca Raton, FL 33431. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

ARTICLE III
PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.
The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share;
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to

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be voted upon shall not disqualify him from voting thereon;

- (c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE V **TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE VI **INITIAL REGISTERED AGENT AND ADDRESS**

The name of the initial registered agent of this corporation is STEVEN J. ASARCH. The street address of the initial registered agent of this corporation is 7777 Glades Road, Suite 200, Boca Raton, FL 33434.

ARTICLE VII **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 in accordance with the By-Laws but shall never be fewer than one (1). The name and address of the initial director of this corporation are:

NEIL B. SAUL
898 NAFA DRIVE
BOCA RATON, FLORIDA 33487

ARTICLE VIII **PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of all shareholders shall be required for any amendment or repeal.

ARTICLE X
INCORPORATOR

The name and street address of the person signing these Articles is STEVEN J. ASARCH, 7777 Glades Road, Suite 200, Boca Raton, FL 33434, whose Florida Bar Number is 223522.

The undersigned has executed these Articles of Incorporation this 28 day of August, 1996.

A handwritten signature in dark ink, appearing to read 'S. Asarch', is written over a horizontal line.

STEVEN J. ASARCH, INCORPORATOR

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

LANSAR PRODUCTS, INC.

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


**STEVEN J. ASARCH
7777 Glades Road
Suite 200
Boca Raton, FL 33434**



STEVEN J. ASARCH, INCORPORATOR

DATED: August 28, 1996

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 RELATING TO THE PROPER AND COMPETENT PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



**STEVEN J. ASARCH,
REGISTERED AGENT**

DATED: August 28, 1996

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