

CAPITAL CONNECTION, INC.

417 B. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
SEP 19 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY jen CK No. _____

WALK-IN Will Pick Up 9/20 12:00

AB 9/20

RE: Taiwan On, Inc

	C.O. FEE.	DISBURSED
☒ Capital Express™		
☒ Art. of Inc. File		
☐ Corp. Record Search		
☐ Ltd. Partnership File		
☐ Foreign Corp. File		
☒ Cert. Copy(s)		
☐ Art. of Amend. File		
☐ Dissolution/Withdrawal		
☐ C U S		
☐ Fictitious Name File		
☐ Name Reservation		
☐ Annual Report/Reinstatement		
☐ Reg. Agent Service		
☐ Document Filing		
☐ Corporate Kit		
☐ Vehicle Search		
☐ Driving Record		
☐ Document Retrieval		
☐ UCC 1 or 3 File		
☐ UCC 11 Search		
☐ UCC 11 Retrieval		
☐ File No.'s, Copies		
☐ Courier Service		
☐ Shipping/Handling		
☐ Phone ()		
☐ Top Priority		
☐ Express Mail Prep.		
☐ FAX ()		
SUBTOTALS		

SEP 20 1996
 09/20/96 01017-013
 ***122.50 ***122.50

96 SEP 20 AM 11:09
 SECRETARY OF STATE
 TALLAHASSEE, FL 32304

FILED

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

96 SEP 20 AM 9:26
 DIVISION OF CORPORATION

RECEIVED

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

EFFECTIVE DATE
SEP 19 1996

**ARTICLES OF INCORPORATION
OF
TAIWAN ON, INC.**

FILED
96 SEP 20 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Taiwan On, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

2404 S. Federal Highway
Boynton Beach, FL 33435

ARTICLE III - PURPOSE

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

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on September 19, 1996.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE IX - INCORPORATOR

The name and address of the entity signing these Articles are:

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but

shall never be less than one (1). The names and addresses of the initial directors of the Corporation are:

NAME

ADDRESS

Glenn H. Easton

924 SE 15th Street
Deerfield Beach, FL 33441

Jeffrey T. Mass

1230 NW 16th Avenue
Delray Beach, FL 33445

Ronald S. Kochman

5336 Sea Biscuit Road
Palm Beach Gardens, FL 33418

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of September, 1986.

HOMISCO INCORPORATION, INC.

By: Steven R. Parson, v.p.
Steven R. Parson, Vice President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 19th day of September, 1996.

HOMISCO INCORPORATION, INC.

By: Steven R. Parson, V.P.
Steven R. Parson, Vice President

WPS/90605.1/49189/32099

FILED
96 SEP 20 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000078372

September 16, 1996

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 PM 1:12

Re: Articles of Incorporation
Nedmar, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Nedmar, Inc. Also enclosed is a check in the amount of \$122.50, representing the filing fee and certified copy fee of the Articles, and a self-stamped, addressed envelope for the return of the certified copy of same.

Thank you for your attention to this matter.

Sincerely yours,

Martha D. Caldwell

Martha D. Caldwell

6541 Sherman Street
Hollywood, FL 33024

Encls.

100001952141
96/19/96--01101--010
***122.50 ***122.50

ARTICLES OF INCORPORATION

OF

WEDMAR, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 19 PM 1:12

The undersigned incorporator hereby adopts these Articles of Incorporation for the formation of a corporation under Florida General Corporation Act.

ARTICLE I

The name of this corporation is WEDMAR, INC.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The existence of the corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

The general purpose for which the corporation is initially organized is:

1. To engage in such lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is Six Hundred Thousand (600,000) shares of common stock each having a par value of \$.01 per share.

ARTICLE VI

Indemnification of Directors, Officers and Other Authorized Representatives

Section 1. Indemnification in Accordance with Bylaws. The Corporation shall indemnify the officers, directors, employees and agents against liabilities, damages, settlements and expenses (including attorneys' fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees and agents, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Effect of Modification. Any repeal or modification of any provision of this Article by the shareholders of the Corporation shall not adversely affect any right to protection of a director, officer, employee or agent of the Corporation existing at the time of such repeal or modification.

Section 3. Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent to another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against liability under the provisions of this Article.

Section 4. No Rights of Subrogation. Indemnification hereunder and under the Bylaws shall be a personal right and the Corporation shall have no liability under this Article to any insurer or any person, corporation, partnership, association,

trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE VII

The initial street address of the registered office of this corporation in the State of Florida is 6541 Sherman Street, Hollywood, Florida 33024.

The name of the initial registered agent at such address is MARTHA D. CALDWELL.

ARTICLE VIII

The initial Board of Directors shall consist of three members.

The initial Directors and their addresses are:

<u>Name</u>	<u>Address</u>
Edward E. Caldwell	6541 Sherman Street Hollywood, Florida 33024
Martha D. Caldwell	6541 Sherman Street Hollywood, Florida 33024
Christine M. Almuina	30 Sheoah Blvd., #20 Winter Springs, Florida 32706

ARTICLE IX

The names and addresses of the persons signing these Articles are:

Edward E. Caldwell	6541 Sherman Street Hollywood, Florida 33024
Martha D. Caldwell	6541 Sherman Street Hollywood, Florida 33024

ARTICLE X

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Martha D. Caldwell	6541 Sherman Street Hollywood, Florida 33024

ARTICLE XI

The initial mailing address of the Corporation shall be:

6541 Sherman Street
Hollywood, Florida 33024

IN WITNESS WHEREOF, the undersigned have executed these
Articles of Incorporation this 11th day of September, 1996.


EDWARD E. CALDWELL


MARTHA D. CALDWELL

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, on this 11th day of September, 1996, personally appeared EDWARD E. CALDWELL and MARTHA D. CALDWELL, personally known to me to be the persons described in and who signed the foregoing Articles of Incorporation and they acknowledged to me that they executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

[SEAL]



SARAH MCEL RATH HOAG
My Commission CC826682
Expires Mar. 05, 2000

NOTARY PUBLIC
STATE OF FLORIDA


Signature of Notary Public

Print Name: Sarah McElrath Hoag

My Commission Expires:

March 5, 2000

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:

NEDMAR, INC.

2. The name and address of the Registered Agent and Office is:

Martha D. Caldwell
6541 Sherman Street
Hollywood, Florida 33024

Signature Martha D. Caldwell

Date 9/11/96

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 complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Martha D. Caldwell
Martha D. Caldwell

Date 9/11/96