

89600080956

September 24, 1996

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

FILED  
96 SEP 27 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

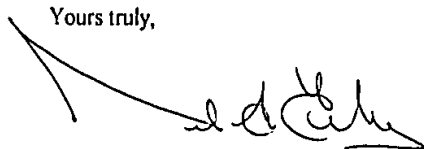
Re: CanStar (U.S.A.), Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours truly,



Paul Embury

700001959437  
-09/30/96--01019--006  
\*\*\*\*122.50 \*\*\*\*122.50

CanStar (U.S.A.), Inc.  
6902 N. Kendall Drive  
Suite 402  
Pinecrest, FL 33156  
(305) 669-2543

Ref: incorpor

F. CHESER OCT 1 1996

ARTICLES OF INCORPORATION

of  
CANSTAR (U.S.A.), INC.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CANSTAR (U.S.A.), INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares ( 500 ) of ONE  
Dollar(s) ( \$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>CANSTAR (U.S.A.), INC.</u>		
ADDRESS	<u>6902 N. KENDALL DRIVE, SUITE 402</u>		
CITY	<u>PINECREST</u>	FLORIDA	ZIP <u>33156</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>PAUL EMBURY</u>		
ADDRESS	<u>6902 N. KENDALL DRIVE, SUITE 402</u>		
CITY	<u>PINECREST</u>	FLORIDA	ZIP <u>33156</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE ( 1 ) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>PAUL EMBURY</u>		
ADDRESS	<u>6902 N. KENDALL DRIVE, SUITE 402</u>		
CITY	<u>PINECREST</u>	STATE <u>FL</u>	ZIP <u>33156</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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TALLAHASSEE, FLORIDA

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	PAUL EMBURY		
ADDRESS	6902 N. KENDALL DRIVE, SUITE 402		
CITY	PINECREST	STATE	FLORIDA ZIP 33156
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 16 day of SEPTEMBER, 1996.

\_\_\_\_\_  
(Seal)  
\_\_\_\_\_  
(Seal)  
\_\_\_\_\_  
(Seal)

STATE OF FLORIDA )  
COUNTY OF DADE ) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

\_\_\_\_\_  
Signature  
PAUL EMBURY

\_\_\_\_\_  
Form of Identification  
Drivers License

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Form of Identification

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that \_\_\_\_\_ executed these Articles of Incorporation, that I relied upon the form \_\_\_\_\_ of identification of the above named person \_\_\_\_\_ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL

OFFICIAL NOTARY SEAL  
DARLENE I. CROSS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC340238  
MY COMMISSION EXP. JAN. 6, 1998

Witness my hand and official seal in the County and State last aforesaid this 16 day of September, 1996.

\_\_\_\_\_  
Notary Signature  
Darlene I. Cross  
\_\_\_\_\_  
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

CANSTAR (U.S.A.), INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 6902 N. KENDALL DRIVE, SUITE 402  
PINECREST, FLORIDA, 33156

has named PAUL EMBURY

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

[Signature]  
(registered agent)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 SEP 27 PM 12:00

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