

P97000009936



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 244190 82293A

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 131.25

FILED  
97 JAN 31 PM 2:03  
TALLAHASSEE, FLORIDA

ORDER DATE : January 31, 1997

ORDER TIME : 10:42 AM

ORDER NO. : 244190-005

CUSTOMER NO: 82293A

500002074845--0

CUSTOMER: Almadeo Lopez-castro, Iii, Esq  
MARTINEZ-ESTEVE & LOPEZ-CASTRO

Suite 304  
901 Ponce De Leon Boulevard  
Coral Gables, FL 33134

DOMESTIC FILING

NAME: LAPIS, 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  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED  
96 JAN 31 AM 11:39  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*KR*  
*1-31-97*

ARTICLES OF INCORPORATION  
OF  
LAPIS, INC.

FILED  
97 JAN 31 PM 2:03  
SECRET  
TALLAHASSEE, FLORIDA

The name of the Corporation is: LAPIS, INC.

ARTICLE I

The maximum number of shares of capital stock that the Corporation is authorized to issue is ONE HUNDRED (100) shares, at \$1.00 par value each share.

ARTICLE II

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

The name and street address of the Incorporator(s) signing these Articles of Incorporation is (are):

NAME

ADDRESS

BORIS MARCHEGIANI

202 S. Lake Drive  
Stamford, Ct 06903

ARTICLE IV

The principal office of the Corporation is: 901 Ponce de Leon Blvd., Coral Gables, FL 33134.

ARTICLE V

The street address of the initial registered agent of the Corporation is: 901 Ponce De Leon Blvd., Suite 304, Coral Gables, Florida 33134 and the name of the initial registered agent of the Corporation is: AMADEO LOPEZ-CASTRO III, ESQ.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 29 day of January, 1997.

Boris Marchegiani  
BORIS MARCHEGIANI

STATE OF CONNECTICUT )

COUNTY OF FAIRFIELD )

SS: STAMFORD

The foregoing Articles of Incorporation was acknowledged before me this 29th day of January, 1997 by BORIS MARCHEGIANI, has produced a DANIELS LICENSE as identification and who did take an oath.

My Commission Expires:

November 30, 1999

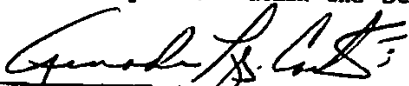
Shirley E. Verhoeven  
NOTARY PUBLIC

SHIRLEY E. VERHOEVEN  
NOTARY PUBLIC  
STATE OF CONNECTICUT  
Comm. Expires Nov. 30, 1999

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 Section 48.091, Florida Statutes, the following is submitted:

FIRST: That LAPIS, INC.. desiring to organize or qualify under the laws of the State of Florida, has named AMADEO LOPEZ-CASTRO III, ESQ., with its registered agent's office located at 901 Ponce De Leon Boulevard, Suite 304, Coral Gables, Florida 33134, County of Dade, State of Florida to accept service of process within the State of Florida.

  
\_\_\_\_\_  
AMADEO LOPEZ-CASTRO III, ESQ.

January 30, 1997

HAVING BEEN named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned HEREBY AGREES to act in said capacity, and FURTHER AGREES to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

  
\_\_\_\_\_  
AMADEO LOPEZ-CASTRO III, ESQ.

January 30, 1997

FILED  
97 JAN 31 PM 2:03  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE