

P91000010095

DATE January 24, 1997

SECRETARY OF STATE
CORPORATE DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

400002071194--7
-01/28/97--01162--007
****122.50 ****122.50

RE: FERRAY, INC. INC.
(NAME OF CORPORATION)

GENTLEMEN:

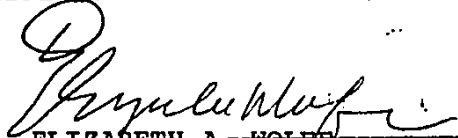
ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER WITH
A COPY OF SAID ARTICLES FOR FERRAY, INC.
(NAME OF CORPORATION)

OUR CHECK IN THE AMOUNT OF \$122.50 INCLUDES THE FOLLOWING:

FILING FEE
CHARTER TAX
REGISTERED AGENT
CERTIFIED COPY
TOTAL \$122.50

FILED
97 JAN 28 PM 5:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESPECTFULLY SUBMITTED,



ELIZABETH A. WOLFE
INDIVIDUAL'S NAME

FERRAY, INC.
NAME OF CORPORATION

Wolfe & Associates
Phillips Place
Suite 600 West Tower
777 South Flagler Drive
West Palm Beach, Florida 33401

NR R97-229

See 1/31

FILED
97 JAN 28 PM 5:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

-of-

FERRAY, INC

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be:

FERRAY, INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ~~SIXTY THOUSAND (60,000)~~ **ONE THOUSAND (1,000)** shares of common stock, having a par value of ~~FIVE HUNDRED (\$500.00) DOLLARS~~ **(\$.01) DOLLARS PER SHARE.**

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ~~FIVE HUNDRED (\$500.00) DOLLARS~~ **THIRTY THOUSAND (\$30,000.00)** DOLLARS.

ARTICLE V

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

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

777 SOUTH FLAGLER DRIVE

Suite 800, West Tower

West Palm Beach, Fla. 33401

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 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT FERRAY, INC.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 777 S. Flagler Drive, West Tower,
(Address, City and State) Suite 800, WPB, Fla.
33401

HAS NAMED Elizabeth A. Wolfe
(Name of Registered Agent)

LOCATED AT 777 S. Flagler Drive, West Tower, Suite 800, WPB, Fla.
(Must be street address and number of building) 33401

CITY OF West Palm Beach, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

[Handwritten Signature]
(Corporate Officer)

TITLE _____

Secretary

DATE _____

January 24, 1997

FILED
97 JAN 28 PM 5:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE _____

[Handwritten Signature]
(REGISTERED AGENT)

DATE _____

January 24, 1997