

BOND, SCHOENECK & KING, P.A.

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

1200 NORTH FEDERAL HIGHWAY
SUITE 420
BOCA RATON, FLORIDA 33432-2847

TELEPHONES

(561) 368 1212
(WEST PALM BEACH) (561) 432 3773
(FORT LAUDERDALE) (561) 427 2189
FAX (561) 338 9355

BOND, SCHOENECK & KING, LLP
A REGISTERED LIMITED
LIABILITY PARTNERSHIP

ONE LINCOLN CENTER
SYRACUSE, NEW YORK 13202-1355
(315) 422-0121

111 WASHINGTON AVENUE
ALBANY, NEW YORK 12210-2280
(518) 462-7421

130 EAST 43RD STREET
NEW YORK, NEW YORK 10017-2400
(212) 693-8400

71 SOUTH JULIEN AVENUE
SUITE 100
OVERLAND PARK, KANSAS 66210
(913) 555-8001

JAMES H. SCHOENECK, III

BENJAMIN Z. KING, JR.

JOHN S. ROSENTHAL

JOAN M. SCHOENECK

JOAN M. SCHOENECK

BOND, SCHOENECK & KING, P.A.

1167 THIRD STREET SOUTH
NAPLES, FLORIDA 34102-7098
(941) 262-6812

DAVID N. SEXTON

DAVID L. DAWSON

D. FREDERICK

JOAN M. SCHOENECK

JOAN M. SCHOENECK

DENNIS J. CHONIN

JOAN M. SCHOENECK

JOAN M. SCHOENECK

February 3, 1997

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-02/05/97--01133--011
****122.50 ****122.50

Re: Sharp-Stix, Inc.

Dear Sir/Madam:

We enclose an original and one copy of Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return a certified copy to us in the return envelope provided. Also enclosed is our check in the amount of \$122.50 in payment of the filing fee.

Thank you.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

By:

Betsy Courant
Legal Assistant

/bc
encls.

cc: Judy M. Hansen

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FEB 5 1997

**ARTICLES OF INCORPORATION
of
SHARP-STIX, INC.**

ARTICLE I - NAME

The Corporation's name is Sharp-Stix, Inc.

ARTICLE II - PURPOSE

The Corporation's purpose is to engage in any lawful activity or business.

ARTICLE III - PRINCIPAL OFFICE

The Corporation's street and mailing address of its initial principal office is 346 Eastwood Terrace, Boca Raton, Florida 33431.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of stock, with a par value of \$1.00 per share.

ARTICLE V - INITIAL OFFICE AND AGENT

The name and address of the Corporation's initial registered agent are Judy M. Hansen at 346 Eastwood Terrace, Boca Raton, Florida 33431.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator are Judy M. Hansen, 346 Eastwood Terrace, Boca Raton, Florida 33431.

Dated: January 31, 1997.


Judy M. Hansen
Incorporator

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE 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 Sharp-Stix, Inc.
2. The name and address of the registered agent and office are:

Judy M. Hansen
346 Eastwood Terrace
Boca Raton, Florida 33431.

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.

Dated: January 31, 1997


Judy M. Hansen

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TALLAHASSEE FLORIDA