

P97000016173



ACCOUNT NO. : 072100000032

REFERENCE : 263819 97957A

AUTHORIZATION :

Patricia Pajut

COST LIMIT : \$ 70.00

ORDER DATE : February 18, 1997

ORDER TIME : 11:25 AM

ORDER NO. : 263819-005

CUSTOMER NO: 97957A

300002092263--6

CUSTOMER: David Feingold, Esq
FEINGOLD & KAM

Suite 302
603 Village Boulevard
West Palm Beach, FL 33409

DOMESTIC FILING

NAME: IGC INDUSTRIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzey

EXAMINER'S INITIALS:

KR
2.20.97

FILED
97 FEB 19 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 19 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
IGC INDUSTRIES, INC.

FILED
97 FEB 19 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

IGC INDUSTRIES, INC.

The address of the principal office of this corporation shall be 603 Village Boulevard., Suite 302, West Palm Beach, Florida 33409, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 3000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 4 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Arthur Pliner
Chairman

c/o 603 Village Boulevard, Suite 302
West Palm Beach, Florida 33409

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Arthur Pliner Pres.	603 Village Boulevard., Suite 302 West Palm Beach, Florida 33409
Jay Feingold CFO/Ex.V.Pres.	Same
David Feingold Ex. V.Pres. In House Counsel	Same
Jay Feingold Treas.	Same

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 19, 1997 .

CORPORATION SERVICE COMPANY

By: Allen B. Rizer
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

LRD/tsy

FILED
97 FEB 19 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA