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February 28, 1997

FILED  
MAR - 3 PM 12:36  
OFFICE OF THE  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: New Corporation

700002102437--0  
-03/03/97--01076--011  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:


Enclosed please find the following for filling:

- 1) Check in the amount of \$122.50
- 2) Original and one (1) copy of Articles of Incorporation of Samdro Corporation
- 3) Self-addressed, stamped envelope for return of certified Articles

Please file the enclosed and return a certified copy to this office in the provided envelope.

If you have any questions concerning the enclosed, or require any further information, please do not hesitate to contact this office.

Very truly yours,

  
Laura D. Latimer  
Legal Secretary/Office  
Manager

ldl/enc.

3-6-97  
TB

ARTICLES OF INCORPORATION  
OF  
SAMDRO CORPORATION

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this Corporation shall be:

SAMDRO CORPORATION

The address of this Corporation shall be:

994 Douglas Avenue  
Altamonte Springs, Florida 32714

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CLERK OF THE CIRCUIT COURT  
IN AND FOR THE STATE  
OF FLORIDA

ARTICLE II  
DURATION

The Corporation shall exist perpetually until dissolved according to law.

ARTICLE III  
NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV  
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7500 shares of Common Stock having a par value of \$ 1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as de-

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

994 Douglas Avenue  
Altamonte Springs, Florida 32714

The name of the initial registered agent of this Corporation at that address shall be:

ROBERT M. SAMUELS

ARTICLE VI  
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII  
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Robert M. Samuels  
994 Douglas Avenue  
Altamonte Springs, Florida 32714

Jerry Dross  
994 Douglas Avenue  
Altamonte Springs, Florida 32714

ARTICLE VIII  
INCORPORATOR

ROBERT M. SAMUELS  
994 Douglas Avenue  
Altamonte Springs, Florida, 32714

ARTICLE IX  
SPECIAL PROVISIONS

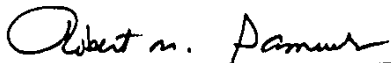
The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Altamonte Springs, Florida, for the uses and purposes aforesaid, this 27<sup>TH</sup> day of February, 1997.

  
ROBERT M. SAMUELS  
Incorporator

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Before me personally appeared ROBERT M. SAMUELS, who is

and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Altamonte Springs, Florida 32714, this 27 day of February, 1997.



LAURA D. LATIMER  
My Commission CC51533R  
Expires Jan 16, 2000

Laura D. Latimer  
Notary Public, State of Florida  
at Large  
My Commission Expires: 1/16/2000

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

SAMDRO CORPORATION

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, SAMDRO CORPORATION having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 994 Douglas Avenue, Altamonte Springs, Florida 32714, has named ROBERT M. SAMUELS located thereat as its registered agent to accept service of process within this state.

By: Robert M. Samuels  
ROBERT M. SAMUELS  
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Robert M. Samuels  
ROBERT M. SAMUELS

Registered Agent

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CLERK OF DISTRICT COURT  
STATE OF FLORIDA