

P970000 29303



ACCOUNT NO. : 072100000032

REFERENCE : 314027 4327828

AUTHORIZATION :

COST LIMIT

*Patricia Pizut*  
50

ORDER DATE : April 1, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 314027-005

CUSTOMER NO: 4327828

CUSTOMER: Ms. Paulette Clark  
ALLEY MAASS ROGERS & LINDSAY,  
P.A.  
321 Royal Poinciana Pl., South

500002130015--2

Palm Beach, FL 33480-0431

DOMESTIC FILING

NAME: ANTAEUS, 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  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

FILED  
97 APR - 1 PM 12:57  
TALLAHASSEE, FLORIDA

97 APR - 1 PM 10:40  
OFFICE OF CORPORATION

SN APR - 1 1997

ARTICLES OF INCORPORATION  
OF  
ANTAEUS, INC.

EFFECTIVE DATE  
3/31/97

FILED  
97 APR -1 PM 12:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Antaeus, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office and mailing address of this corporation is 334 Chilean Drive, Palm Beach, FL 33480.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Robb R. Maass.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

Edward Van Gal Heyniger  
334 Chilean Drive  
Palm Beach, FL 33480

#### ARTICLE IX - INCORPORATOR

The name and address of the sole incorporator and person signing these Articles is:

Robb R. Maass  
321 Royal Poinciana Plaza  
Palm Beach, FL 33480.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


#### ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

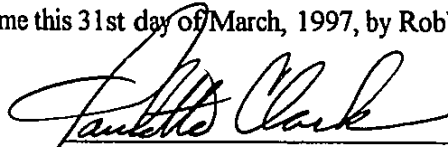
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of March, 1997.

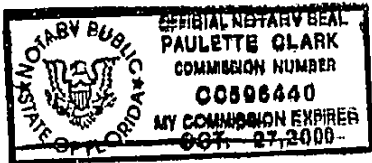



Robb R. Maass

STATE OF FLORIDA                     )  
  ) ss:  
COUNTY OF PALM BEACH            )

The foregoing was acknowledged before me this 31st day of March, 1997, by Robb R. Maass, who is personally known to me.


  
Signature of Person Taking  
Acknowledgment



  
Name typed, printed or stamped  
Title or Rank: \_\_\_\_\_  
Serial Number: \_\_\_\_\_

Acceptance of Designation

The undersigned, Robb R. Maass, hereby accepts the designation of himself as registered agent for Antaeus, Inc. and agrees to serve in compliance with all applicable Florida Statutes. I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Robb R. Maass

FILED  
97 APR - 1 PM 12:57  
TALLAHASSEE, FLORIDA