

P 970000 53588

6/17/97



FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

11:33 AM

((H97000009941 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

EFFECTIVE DATE

FAX #: (305)541-3770

6-15-97

NAME: COLLENS, INC.

AUDIT NUMBER.....H97000009941

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
help F1 Option Menu F2

NUM

Connect: 00:13:24

FILED  
97 JUN 18 PM 4: 23  
TALLAHASSEE, FLORIDA

JUN 18 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 17, 1997

EMPIRE

SUBJECT: COLLENS, INC.  
REF: W97000014178

FILED  
97 JUN 18 PM 4:23  
SECRETARIAT OF STATE  
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The name conflict is "COLLINS, INC."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H97000009941  
Letter Number: 297A00032376

④

497000009941

**ARTICLES OF INCORPORATION  
OF  
CODEX, INC.**

**EFFECTIVE DATE**  
6-15-97

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is CODEX, Inc.

**ARTICLE II  
COMMENCEMENT OF THE CORPORATE EXISTENCE**

The corporate existence commences on the 15<sup>th</sup> day of June, 1997.

**ARTICLE III  
PRINCIPAL OFFICE**

The mailing address of this corporation CODEX, Inc., 5250 Kim Court, West Palm Beach, Florida 33415.

**ARTICLE IV  
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) at \$1.00 par value.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Christian N. Scholin, 505 South Flagler Drive, Suite 1001, West Palm Beach, Florida 33401.

**ARTICLE VI  
MANAGEMENT OF CORPORATE AFFAIRS**

**A) Board of Directors.**

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than one (1) person. The number of Directors of the corporation shall be one (1), provided however, that such number may be changed by a By-Law duly adopted by the shareholders.

Christian N. Scholin, Esquire  
Mollica & Scholin, P.A.  
Florida Bar No.: 980102  
505 South Flagler Drive, Suite 1001  
West Palm Beach, Florida 33401  
Telephone: 561/655-7711  
Facsimile: 561/655-7972

FILED  
97 JUN 18 PM 4:23  
TALLAHASSEE, FLORIDA

497000009941

49700009941

The Directors named herein as the first Board of Directors shall hold office until the first meeting of shareholders at which time an election of Directors shall be held.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Juha Hameenkorpi                      5250 Kim Court  
West Palm Beach, Florida 33415

B) Corporate Officers.

The Board of Directors shall elect the following officers: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

ARTICLE VII  
INCORPORATORS

The names and street address of the Incorporator to these articles of incorporation are Christian N. Scholin, 505 South Flagler Drive, Suite 1001, West Palm Beach, Florida 33401.

ARTICLE VIII  
PURPOSE

The purpose or purposes for which the corporation is organized are: To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

The undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 15<sup>th</sup> day of June, 1997.

  
Christian N. Scholin

49700009941

49700009941

**REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of F.S. 607.0501, 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 **CODEX, Inc.**
- 2. The name of the registered agent is **Christian N. Scholin.**
- 3. The address of the registered agent/registered office is **Christian N. Scholin, Esquire, 505 South Flagler Drive, Suite 1001, West Palm Beach, Florida 33401.**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



Christian N. Scholin

Date: June 15, 1997.

FILED  
97 JUN 18 PM 4: 23  
TALLAHASSEE, FLORIDA

49700009941