

*Pratt, Duran*  
 Requester's Name  
*Algerman, Susan A.*  
 Address  
 Tallahassee 322-3471  
 City/State/Zip Phone #

**74596**

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Lightning Acquisition Corp.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 08/28/97--01001--002  
 \*\*\*\*\*70.00 \*\*\*\*\*70.00

- ☐ Walk in ☐ Pick up time 8-28 ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*pls. file the attached articles of incorporation and stamp the attached copy "filed" and we will pickup on 8-28*

FILED  
 97 AUG 27 PM 3:48  
 97 AUG 27 PM 3:15  
 RECEIVED  
 CLERK OF SUPERIOR COURT  
 TALLAHASSEE, FLORIDA

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
LIGHTNING ACQUISITION GROUP INC.**

**FILED**  
97 AUG 27 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts these Articles of Incorporation for the purpose of forming a corporation (the "Corporation") under the Florida Business Corporation Act (the "Act").

**I.  
Name**

The name of the Corporation shall be **Lightning Acquisition Group Inc.**

**II.  
Term of Existence**

The Corporation shall begin its existence on the date of the filing of these Articles of Incorporation with the Florida Department of State, and it shall have perpetual existence thereafter.

**III.  
Principal Office**

The principal office of the Corporation shall be:

c/o David M. Zepelowitz  
4002 Gandy Boulevard  
Tampa, Florida 33611

**IV.  
Capital Stock**

The Corporation shall be authorized to issue ten thousand shares of common stock having a par value of one cent (\$ .01) per share.

**V.**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is: c/o Akerman, Senterfitt & Eidson, P.A., 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602. The name of its initial registered agent at such address is William R. Paul.

**VI.**  
**Directors**

The Corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one director. The names and addresses of the initial directors of the Corporation, who shall serve until their successors are duly elected and qualified, are:

<b><u>Name</u></b>	<b><u>Address</u></b>
David M. Zeplovitz	4002 Gandy Boulevard Tampa, Florida 33611
David W. Unger	220 East 54th Street, No. 11B New York, New York 10022

**VII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
William R. Paul	Akerman, Senterfitt & Eidson, P.A. 100 South Ashley Drive, Suite 1500 Tampa, Florida 33602

**VIII.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

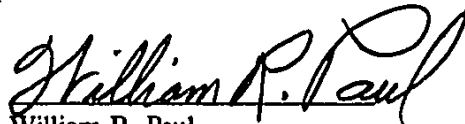
**IX.**  
**Indemnification**

The Corporation shall indemnify any director or officer or any former director or officer of the Corporation, to the fullest extent permitted by law.

**X.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on August 26, 1997.

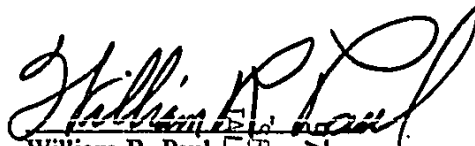


William R. Paul  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named registered agent and designated to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: August 26, 1997



William R. Paul  
Registered Agent

FILED  
27 AUG 27 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA