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PIPER, ESTEVA, GREEN, KARVONEN & LEWIS  
Attorneys at Law

MICHAEL B. PIPER  
JOHN L. GREEN, JR.  
JOHN E. KARVONEN  
ALBERT B. LEWIS  
LEE W. SCHAFER  
DAVID B. KROUK

SUITE 410 - 3637 FOURTH STREET NORTH  
ST. PETERSBURG, FLORIDA 33704  
(813) 821-6550  
FAX - (813) 821-3720

HENRY ESTEVA  
OF COUNSEL

September 11, 1997

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

EFFECTIVE DATE  
9-17-97

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-09/22/97--01061--013  
\*\*\*122.50 \*\*\*122.50

Re: Forward Acquisitions Corporation  
Our File: F 336 S

Dear Sir:

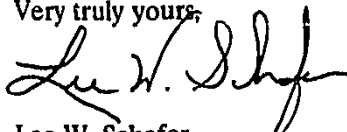
Please find enclosed original Articles of Incorporation for the above-named corporation along with an original Certificate of Designation Registered Agent/Registered Office. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	<u>\$ 122.50</u>

Please file the enclosed Articles of Incorporation and Certificate of Designation Registered Agent/Registered Office and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

  
Lee W. Schafer

LWS:ekg  
Encs.

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 22 PM 2:02

D. BROWN SEP 23 1997

EFFECTIVE DATE  
9-17-97

ARTICLES OF INCORPORATION

OF

FORWARD ACQUISITIONS CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 22 PM 2:02

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is FORWARD ACQUISITIONS CORPORATION.

2. **Principal Office or Mailing Address.** The principal office or the mailing address of the corporation is 2290 Warwick Drive, Oldsmar, Florida 34677.

3. **Existence and Duration.** This corporation shall begin existence on the date of execution and acknowledgment of these Articles of Incorporation and shall have perpetual existence.

4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. **Capital Stock.** The total number of shares of capital stock which the corporation shall have the authority to issue is Ten Thousand (10,000) shares of Voting Common Stock having no par value.

6. **Initial Registered Office and Agent.** The address of the initial registered office of this corporation is 2290 Warwick Drive, Oldsmar, Florida 34677 and the name of its initial registered agent at said address is PAMELA S. CHRISTINE.

7. **Initial Board of Directors.** This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

NAME

ADDRESS

PAMELA S. CHRISTINE

2290 Warwick Drive  
Oldsmar, Florida 34677

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

PAMELA S. CHRISTINE

2290 Warwick Drive  
Oldsmar, Florida 34677

9. **Pre-emptive Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his, her, or its pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

10. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation this 17 day of September, 1997.

*Pamela S. Christine, Incorporator*  
PAMELA S. CHRISTINE, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this 17TH day of September, 1997, by PAMELA S. CHRISTINE, who is personally known to me, ~~or who has produced her Florida driver's license as identification.~~

NOTARY PUBLIC

Sign: *Donna L. Goldie*

Print: DONNA L. GOLDIE

State of Florida at Large (Seal)

My commission expires:

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida:

1. The name of the corporation is FORWARD ACQUISITIONS CORPORATION.
2. The name and address of the registered agent and office is:

PAMELA S. CHRISTINE  
2290 Warwick Drive  
Oldsmar, Florida 34677

  
PAMELA S. CHRISTINE  
Incorporator

September 17, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

  
PAMELA S. CHRISTINE  
Registered Agent

September 17, 1997