

P970000 89433



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 567497 4355221

AUTHORIZATION :

Patricia Papp

COST LIMIT : \$ ~~122.50~~ 122.50

FILED
97 OCT 16 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 16, 1997

ORDER TIME : 1:05 PM

ORDER NO. : 567497-005

CUSTOMER NO. : 4355221

CUSTOMER: John E. Moore, III, Esq
COLLINS BROWN CALDWELL BARKETT
ROSSWAY GARAVAGLIA & MOORE
756 Beach Boulevard

500002322625--6

Vero Beach, FL 32963

DOMESTIC FILING

NAME: SCHWERIN HOLDINGS, 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: Jeanine Glisar

EXAMINER'S INITIALS: _____

RECEIVED
97 OCT 16 PM 3:34
TALLAHASSEE, FLORIDA

SN OCT 16 1997

ARTICLES OF INCORPORATION

OF

SCHWERIN HOLDINGS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SCHWERIN HOLDINGS, INC., which shall be referred to as the "Corporation". The Corporation is organized under the provisions of Chapter 607 et. seq. of the Florida Statutes.

ARTICLE II - DURATION

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The amount of capital stock authorized for the Corporation is a maximum of one thousand (1,000) shares of common stock having no par value which shall be issued as fully paid and nonassessable. The stock of this Corporation shall be so assigned, issued, and transferred only in accordance with such By-Laws as the Corporation shall from time to time make, change, or alter with a lien reserved in favor of the Corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the Corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent and the initial registered office of this Corporation are:

John E. Moore, III, Esq.
756 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VI - PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is:

Collins, Brown, Caldwell, Barkett, Rossway,
Garavaglia & Moore, Chartered
756 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VII - INCORPORATOR

The name and address of the persons signing these Articles are:

John E. Moore, III, Esq.
756 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by applicable

provision of law, and all rights and powers conferred upon stockholders, directors, and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 14th day of October, 1997 to be effective _____, 1997.

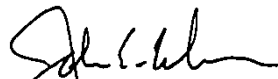
Jennifer A. Risinger

John E. Moore, III
John E. Moore, III

John E. Moore, III
As to John E. Moore, III
H:\USUAL\ARTICLES\ARTICLE INC

CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Schwerin Holdings, Inc. at 756 Beachland Boulevard, Vero Beach, FL 32963, 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.



John E. Moore, III
Resident Agent

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TALLAHASSEE, FLORIDA
STATE