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SECRETARY OF STATE TALLAHASSEE, FLORIDA

October 29, 1997

VIA OVERNIGHT MAIL

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: **POLYSOLUTIONS CORP.**

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with this firm's check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	_52,50

Total \$122.50

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

KAJ/kms Énclosyres

cc:

Sincerely

Mr. H. Logan Pierson

P. Hail NOV - 3 1997

KEITH A. JAMES, P.A.

1655 Palm Beach Lakes Blvd., Suite 810 West Palm Beach, Florida 33401 Phone (561) 686-4500 • Fax (561) 684-1508

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

<u>OF</u>

POLYSOLUTIONS CORP.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is **POLYSOLUTIONS CORP.**

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 2220 S.W. 11th Place, Boca Raton, Florida 33486.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Boulevard, Suite 810, Tower C, West Palm Beach, Florida 33401. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES.

ARTICLE VII

INITIAL DIRECTORS

The names and street addresses of the initial directors of the Corporation are as follows:

	Name:	Address:
1.	H. Logan Pierson	2220 S.W. 11th Place
		Boca Raton, FL 33486

	Name:	Address:
2.	Gary Arenson, C.P.A.	Arenson & Sandhouse, P.A. Pines Conference Center 10231 Taft Street Pembroke Pines, FL 33026
3.	Stephen J. Hauser	DanaHill Group, Inc. 6274 N.W. 32nd Terrace Boca Raton, FL 33496

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is as follows:

Name:	Address:
KEITH A. JAMES, ESQ.	1655 Palm Beach Lakes Boulevard Suite 810, Tower C West Palm Beach, Florida 33401

Address:

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

this 294 day of October, 1997.

STATE OF FLORIDA COUNTY OF PALM BEACH

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SECRETARY OF STATE
The foregoing Articles of Incorporation were acknowledged before this E29 ELO day of October, 1997, by KEITH A. JAMES, ESQ., who:

[x] is personally known to me; or
[] has produced identification:_______

Notary Public, State of Florida

KAREN M. SAVIGNAC

(Print, Type or Stamp Commissioned Name of Notary Public)

Karen M. Savignac

Notary Public, State of Florida

Commission No. CC 519782

My Commission Expires 12/18/5

1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, KEITH A. JAMES, am familiar with and accept the obligations of the appointment as the initial registered agent of **POLYSOLUTIONS CORP.**, as made in the foregoing Articles of Incorporation.

DATED this 29th day of October, 1997.

KEITH A. JAMES, ESQ.