

HURT

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PAPADAKIS

Law Offices

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E-Mail: hsplaw@mindspring.com

November 4, 1997

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

200002344282--3  
-11/12/97-01035-004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

In re: Articles of Incorporation of FORMA, INC.

To Whom It May Concern:

To effect the incorporation of FORMA, INC. we deliver to you herewith the following documents:

1. Completed Transmittal Letter;
2. An original and one copy of the Articles of Incorporation of FORMA, INC.;
3. A consent to appointment by the registered agent;
4. A check in the amount of \$78.75 payable to the Department of State.

Please file the Articles of Incorporation, issue a Certificate of Incorporation for FORMA, INC., take such other actions as are required by law to effect the incorporation, and return to us a conformed copy of the Articles of Incorporation with the Certificate of Incorporation attached.

Please notify the undersigned at the above phone number if there are any questions about these documents or if any additional information is required.

Very truly yours,

*Shannan Sussman Collier*

Shannan Sussman Collier, Esq.

cjk/SSC  
Enclosures

*DMC*  
*11-24-97*

*called 11-14-97  
Sending a correct  
first page.*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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(39)(6) 322-1487  
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November 14, 1997

Ms. Dorris McDuffy  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**In re: Articles of Incorporation of FORMA, INC.**

Ms. McDuffy:

Thank you so much for your recent telephone call regarding FORMA, INC. Pursuant to your instructions, enclosed please find one original and one copy of the first page of the Articles of Incorporation revising the provision discussed.

Please feel free to contact me if there are any question or if any additional information is required.

Very truly yours,

Shannan Sussman Collier, Esq.

cjk/SSC

Enclosures

**ROME**  
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Fax: (813) 462-5514

**ARTICLES OF INCORPORATION**

**OF**

**FORMA, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with the provisions set forth in the Florida Statutes, the following Articles of Incorporation are hereby filed with the Division of Corporations of the State of Florida:

**I.**

The name of the Corporation is **FORMA, INC.**

**II.**

The Corporation shall have authority to be exercised by the Board of Directors to issue not more than 100,000 (one hundred thousand) shares of common stock of the par value of one dollar (\$1.00) per share, that together have unlimited voting rights and that together are entitled to receive the net assets of the Corporation upon dissolution, subject to any shareholder agreement to the contrary.

**III.**

The street address of the initial registered office of the Corporation is **Makris Plaza, 2110 Drew Street, Clearwater, Florida 34625**. The initial registered agent for the Corporation at such address is **Peter Makris**.

**IV.**

The name and address of the incorporator is:

Shannan Sussman Collier, Esq.  
Hurt, Sinisi & Papadakis  
2110 Drew Street  
Clearwater, Florida 34625

**V.**

The mailing address of the initial principal office of the Corporation is:

2110 Drew Street  
Clearwater, Florida 34625

VI.

The initial Board of Directors of the Corporation shall consist of one (1) member, whose name and address is as follows:

Agis Zografos  
2110 Drew Street  
Clearwater, Florida 34625

VII.

No Director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a Director, provided that this provision shall eliminate or limit the liability of a Director only to the extent permitted from time to time by the Florida Business Corporations Act or any successor law or laws.

VIII.

The Corporation may impose such restrictions and limitations upon the transferability of all stock as are not prohibited by law, so long as the imposition of said restrictions is in conformity with such procedures as are required by law. In addition to, but not in limitation of, the general powers conferred by law, the Corporation shall have the power to make distributions to its shareholders out of its capital surplus, to purchase its own shares out of its unreserved and unrestricted capital surplus available therefor, and to carry on any lawful business.

IX.

The holders of shares shall be entitled as a matter of right to acquire proportional amounts of unissued shares, if any, of the Corporation, or any securities convertible into or carrying a right to subscribe for or acquire any such shares, in accordance with the terms and conditions of the Florida Business Corporations Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of November, 1997.

  
Shannan Sussman Collier, Esq.

STATE OF FLORIDA  
COUNTY OF PINELLAS

FILED

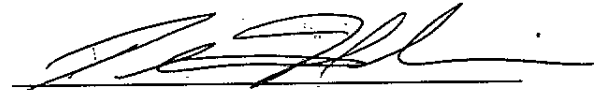
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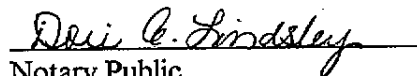
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CONSENT TO ACT AS REGISTERED AGENT FOR A CORPORATION**

I, Peter Makris, do hereby consent and agree to act and serve as Registered Agent for service of process and other purposes as provided by law, for a corporation to be known as FORMA, INC., registered office of the corporation, to-wit: **2110 Drew Street, Clearwater, Florida 34625**. 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.

This 7<sup>th</sup> day of November, 1997.

  
Peter Makris

  
Notary Public

PERSONALLY KNOWN TO ME



DORI A. LINDSLEY  
MY COMMISSION # CC442587 EXPIRES  
April 15, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.