P98000009043

PROTON G.P. INC. 7740 SW 104 STREET SUITE 200 MIAMI, FL 33156 (305) 666-5588 (305) 666-5586 (Fax)

January 23, 1998

DIVISION OF CORPORATIO

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

700002412557--0 -01/27/98--01011--007 ****122.50 ****122.50

RE: Articles of Incorporation

Department of State:

I am enclosing two originals of the Articles of Incorporation of Proton G.P. Inc. along with a check of \$122.50 to cover the following:

1. Filing Fee: \$ 35.00 2. Certified Copy: 52.50 3. Registered Agent: 35.00 \$122.50

If you should have any questions, please do not hesitate to contact this office.

Sincerely,

Phyllis J. Wolff Office Manager

enclosures

RP 01-29-98

ARTICLES OF INCORPORATION OF PROTON G.P. INC.

ARTICLE I.

The name of the corporation is:

PROTON G.P. INC.

ARTICLE II.

The corporation may engage in any activity or business permitted under the laws of the Unites States and under the laws of the State of Florida.

ARTICLE III.

The maximum number of shares of capital stock that the corporation is authorized to issue is 500 with a par value of \$1.00 each.

ARTICLE IV.

The amount of capital with which the corporation will begin business is the sum of \$500.00.

ARTICLE V.

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI.

The street address of the principal office of the corporation in the State shall be:

7740 SW 104 Street, Suite 200 Miami, FL 33156

ARTICLE VII.

The name and street address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

James A. Dorsy

7740 SW 104 Street, Suite 200 Miami, FL 33156

SECRETARY OF STATION OF ON ON JAN 27 AM 9: 04

FILED SECRETARY OF STATE PIVISION OF CORPORATIONS

ARTICLE VIII.

The number of Directors of the corporation shall not be lies 14 than 1 nor more than 4. The name and street address of the Director who shall hold office is:

NAME

ADDRESS

James A. Dorsy

7740 SW 104 Street, Suite 200 Miami, FL 33156

ARTICLE IX.

The Registered Agent of the corporation for purposes of accepting service of process, shall be JAMES A. DORSY, whose address within this State is as follows:

7740 SW 104 Street, Suite 200 Miami, FL 33156

ARTICLE X.

The registered office of the corporation shall be: 7740 SW 104 Street, Suite 200, Miami, FL 33156.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 22 day of January 1998.

James A. Dorsv

Having been named to accept servide of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

James A. Dorsy

STATE OF FLORIDA COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this $\frac{22}{4}$ day of January, 1998, by James A. Dorsy, as Director of PROTON G.P. INC.

Physics J. Wolff State of Florida

Personally known \underline{x} or Produced Identification. Type of Identification Produced

