

MARK A. SCHNEIDER, P.A.

ATTORNEY AT LAW

21 S.E. FIRST AVENUE  
SUITE 810  
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MEMBER OF FLORIDA  
TEXAS AND OKLAHOMA BARS

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January 29, 1998  
P98000010824

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002418412--7  
-02/02/98--01049--020  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Fouga Specialists, Inc.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced corporation along with the filing fee of \$122.50. Please file the articles and forward a file stamped copy to my office. If you should have any questions, please do not hesitate to call.

Very truly yours,

  
Mark A. Schneider

FILED  
98 FEB - 2 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAS:lm  
Enclosures

mas\planes\ The Fouga Specialists, Inc.\corp.lt1

9A 2-3-98

**ARTICLES OF INCORPORATION**

**OF**

**THE FOUGA SPECIALISTS, INC.**

**ARTICLE I - NAME AND ADDRESS**

**FILED**  
**98 FEB -2 PM 2:52**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The name of this corporation is The Fouga Specialists, Inc. The address of the principal office and the mailing address of this corporation is 21 S.E 1<sup>st</sup> Avenue, Suite 810, Miami, FL 33131.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the

full par value of the shares.

#### ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

<u>Name</u>	<u>Address</u>
Mark A. Schneider.	21 S.E. First Avenue, Suite 810, Miami, FL 33131

#### ARTICLE V - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Scott Lesh	1179 St. Mellion Drive Presto, PA 15142

Mark Schneider

21 S.E. 1<sup>st</sup> Avenue, Suite 810  
Miami, FL 33131

#### ARTICLE VII - INCORPORATOR

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

Name

Address

Mark A. Schneider

21 S.E. First Avenue, Suite 810, Miami, FL 33131

#### ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.


#### ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

#### ARTICLE X - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

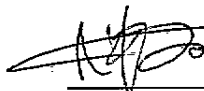
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 29<sup>th</sup> day of January, 1998.



Mark A. Schneider  
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I HEREBY ACCEPT the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



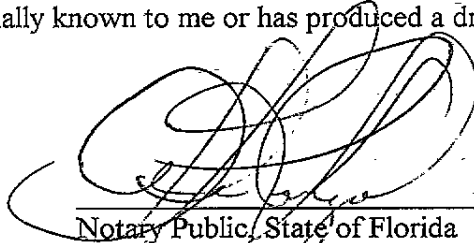
Mark A. Schneider  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ACKNOWLEDGMENT

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF DADE       )

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of October, 1997 by Mark A. Schneider, as Subscriber of The Fouga Specialists, Inc., a Florida corporation on behalf of the corporation. He is personally known to me or has produced a driver's license as identification and did not take an oath.



Notary Public, State of Florida

Printed Notary's Name: ALEIDA PRIDGEN  
My Commission Expires: NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC517044  
MY COMMISSION EXP. DEC. 25, 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA