

P98000025913



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 745242 81686A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 18, 1998

ORDER TIME : 9:55 AM

ORDER NO. : 745242-005

CUSTOMER NO: 81686A

CUSTOMER: Olga Bradham, Legal Asst  
KEITH MACK, LLP

20th Floor  
200 South Biscayne Boulevard  
Miami, FL 33131

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-03/18/98--01005--005  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: TALI-TAI, 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: Cassandra Bryant

EXAMINER'S INITIALS:

2555-  
W98-6039

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 18 PM 2:04

RECEIVED  
98 MAR 18 AM 10:46  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 18 PM 2:04

March 18, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: TALI-TAI, INC.  
Ref. Number: W98000006039

**RESIDUAL**

We have received your document for TALI-TAI, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 498A00014607

RECEIVED  
98 MAR 19 AM 11:39  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF**

**TALI-TAI, INC., a Florida corporation**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 18 PM 2:04

**ARTICLE I**

**Name**

The name of the corporation is **TALI-TAI, INC., a Florida corporation.**

**ARTICLE II**

**Duration**

This corporation shall have a perpetual existence, unless dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Florida Division of Corporation of the Department of State.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

## ARTICLE V

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Richard A. Wood, Esquire.

## ARTICLE VI

### Initial Board of Directors

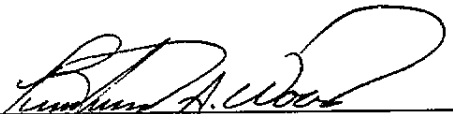
This corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than ONE (1). The names and addresses of the initial director of the corporation is: RICHARD A. WOOD, c/o KEITH MACK LLP, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131.

## ARTICLE VII

### Incorporator

The name and address of the person signing these Articles is: RICHARD A. WOOD, Esquire, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 11<sup>th</sup> day of March, 1998.

  
RICHARD A. WOOD, Subscriber

STATE OF FLORIDA     )  
                                  )ss  
COUNTY OF DADE     )

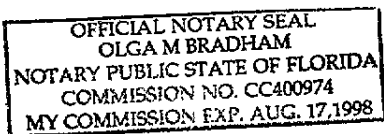
BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **RICHARD A. WOOD, ESQUIRE** known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16<sup>th</sup> day of March, 1996.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

Olga M. Bradham  
\_\_\_\_\_  
Print Name



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

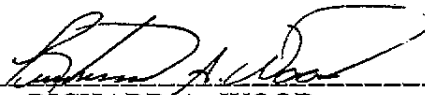
**TALI-TAI, INC.,  
a Florida corporation**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 MAR 18 PM 2:04

In pursuance of Section 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

First--that **TALI-TAI, INC, a Florida corporation**, desiring to organize under the laws of the State of Florida with its principal office at: c/o KEITH MACK LLP, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, has named Richard A. Wood, Esquire, located at 200 South Biscayne Blvd, 20th Floor, Miami, Florida 33131, as its agent to accept service of process within this state. Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
RICHARD A. WOOD