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NAME: LAKE SUPERIOR ACQUISITION CORPORATION

AUDIT NUMBER.....H98000010813

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**ARTICLES OF INCORPORATION
OF
LAKE SUPERIOR ACQUISITION CORPORATION**

The undersigned, acting as incorporator of Lake Superior Acquisition Corporation (the "Corporation"), under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is:

Lake Superior Acquisition Corporation

ARTICLE II. ADDRESS

The mailing address of the Corporation is:

c/o Holland & Knight
400 North Ashley Drive, Suite 2300
Tampa, Florida 33602

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of signing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

Marni M. Morgan, Esq.
400 N. Ashley Drive, suite 2300
Tampa, Florida 33602
(813)227-8500
bar #0058009
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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, and the registered agent at that address shall be Intrastate Registered Agent Corporation.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time, as provided for in the Corporation's bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Michael L. Musto	c/o Holland & Knight 400 North Ashley Drive Suite 2300 Tampa, Florida 33602
Paul A. Plante	c/o Holland & Knight 400 North Ashley Drive Suite 2300 Tampa, Florida 33602
Leigh A. Adams	c/o Holland & Knight 400 North Ashley Drive Suite 2300 Tampa, Florida 33602

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Marni M. Morgan	400 N. Ashley Drive Suite 2300 Tampa, Florida 33602

The incorporator of the Corporation assigns to this Corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns

Audit # H98000010813

Audit # H98000010813

to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 10th day of June, 1998.


Marni M. Morgan

Audit # H98000010813

Audit # H98000010813

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Lake Superior Acquisition Corporation, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Avenue, City of Miami, State of Florida, has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

INTRASTATE REGISTERED AGENT CORPORATIONBy: Its: Vice-President

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-4-

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