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Mattlin & McClosky

FRED W. MATTLIN
GREGG W. McCLOSKEY
RONALD E. D'ANNA
STEVEN G. SCHWARTZ
MICHAEL J. IOANNOU
GORDON A. DIETERLE

LAW OFFICES
2300 GLADES ROAD
SUITE 400, EAST TOWER
BOCA RATON, FLORIDA 33431
TELEPHONE 561/368-9200
FACSIMILE 561/395-7050

TAMPA BAY OFFICE
PRESTIGE PLACE, SUITE 155
2600 McCORMICK DRIVE
CLEARWATER, FLORIDA 34619
TELEPHONE 813/797-7552
FACSIMILE 813/535-6765
REPLY TO: Boca Raton

GARY J. DRUCKER
LISA BISAGNI
DAVID J. PASCUZZI
EDWARD S. HAMMEL
GARY W. KOVACS

June 23, 1998

VIA FEDERAL EXPRESS

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****122.50 ****122.50

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Thunder Mountain Design Group, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation and check number 38329 in the amount of \$122.50 made payable to the Secretary of State in connection with the formation of the above-referenced corporation pursuant to Chapter 607 of the Florida Statutes.

Please return the Certificate of Status and a filed copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed FedEx envelope.

Very truly yours,

Patricia D. Davis
Patricia D. Davis
Legal Assistant

PDD
Enclosures

F:\CORPORAT.E\THUNDER\SECSTATE

APPROVED
AND
FILED
98 JUN 24 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 25 1998

ARTICLES OF INCORPORATION

FOR

THUNDER MOUNTAIN DESIGN GROUP, INC

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

Thunder Mountain Design Group, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 215
Boynton Beach, Florida 33425

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

1000 Shares Of Common Stock.

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

John Chaikin
603 S.W. 3rd Avenue
Boynton Beach, Florida 33460

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

98 JUN 24 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE VI. INCORPORATOR

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

Patricia D. Davis, Legal Assistant
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have one (1) director, initially. The name and address of the initial member of the Board of Directors is:

John Chaikin
603 S.W. 3rd Avenue
Boynton Beach, Florida 33460

ARTICLE VIII. OFFICERS

This corporation shall have one (1) officer initially. The name, address and position of the initial officer is:

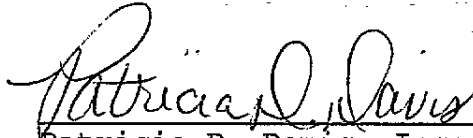
President, Secretary & Treasurer

John Chaikin
603 S.W. 3rd Avenue
Boynton Beach, Florida 33460

ARTICLE IX. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned have executed these Articles of Incorporation this 23rd day of June, 1998

A handwritten signature in cursive script, reading "Patricia D. Davis", is written over a horizontal line.

Patricia D. Davis, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation, Thunder Mountain Design Group, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

John Chaikin
603 S.W. 3rd Avenue
Boynton Beach, Florida 33460

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

Dated: June 23, 1998.


John Chaikin

PD/F:\CORPORAT.E\THUNDER\ARTICLES

APPROVED
AND
FILED
98 JUN 24 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA