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ACCOUNT NO.: 072100000032

REFERENCE: 932992

9029A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: August 19, 1998

ORDER TIME : 2:18 PM

ORDER NO. : 932992-005

CUSTOMER NO:

9029A

CUSTOMER: Kathy Moro, Legal Assistant

FRANK EFFMAN WEINBERG & BLACK, 300002620353--6

P.A.

Second Floor

8000 Peters Road

Plantation, FL 33324

DOMESTIC FILING

NAME:

NEIL ZEE INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

W98-19052

EXAMINER'S INITIALS:



Please give original submission date as file date.

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 20, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: NEIL ZEE INTERNATIONAL, INC.

Ref. Number: W98000019052

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We have received your document for NEIL ZEE INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

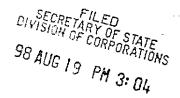
The registered agent and street address must be consistent wherever it appears in your document.

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: 098A00043294



ARTICLES OF INCORPORATION

OF

NEIL ZEE INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEIL ZEE INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 10619 West Atlantic Boulevard, Coral Springs, Florida 33071, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 400 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8000 Peters Road, Second Floor, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is Steve Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Neil Rothstein Dir./Pres./Sec./Treas.

10619 West Atlantic Boulevard Coral Springs, Florida 33071

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on August 19, 1998.

CORPORATION SERVICE COMPANY

Its Incorporator, Karen B. Rozar

jsv

OLVISION OF CORPORATIONS

98 AUG 19 PM 3: 04

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

	e of the corporation is:	ista/ad acons an	d office in	
	STEVE WEINB			· _
		(Name)		
	- 8000 PETERS	RÓAD, SECON	D FLOOR.	
•		all Drop Box No		
_	PLANTATION.	_FLORÎDA 333	.24	
		(City/State/Zip)	-	-
papolnom wholy with	named as registered ago corporation at the place ant as registered agent in the provisions of all str by duties, and I am famili- ted agent.	ant and to accept designated in the and agree to acti atutes relating to ar with and acce	t service of process is certificate, I hereb in this capacity. I fur the proper and com of the colligations of	for the y accept ther agree pleta per my posi-
			AUGUST 19,	