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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: MOMBACH, BOYLE & HARDIN, P.A.

ACCT#: 074143000064

CONTACT: MARCELLA BENITEZ

PHONE: (954)467-2200

FAX #: (954)467-2210

NAME: SUPERIOR HOLDING CORPORATION

AUDIT NUMBER.....H98000017337

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 3

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ARTICLES OF INCORPORATION  
OF  
SUPERIOR HOLDING CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Superior Holding Corporation. The principal business address and mailing address of the corporation is: 401 N.W. 12<sup>th</sup> Avenue, Box 9601, Deerfield Beach, Florida 33442.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The sole purpose of the corporation shall be to own and operate the industrial warehouse facility located at 401 N.W. 12 Avenue, in Deerfield Beach, Florida, (the "Property") along with any incidental activities thereto. For so long as the corporation has any obligations to The Capital Company of America LLC and/or its successors and assigns related to a mortgage loan on the Property, the corporation shall not incur any other debt, whether it be secured or unsecured, direct or contingent, and the corporation shall not amend this Article III.

ARTICLE IV

The corporation is authorized to issue Seven Thousand Five Hundred (7500) shares of capital stock at the par value of One Dollar (\$1.00) each.

Prepared by:  
John D. Olivier, Esquire  
Mombach, Boyle & Hardin, P.A.  
500 E. Broward Blvd., Suite 1950  
Fort Lauderdale, FL 33394  
(954) 467-2200  
Florida Bar No. 0116742

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ARTICLE V

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The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394, and the name of the initial registered agent of the corporation at that address is Conrad J. Boyle, Esquire.

ARTICLE VI

The corporation shall have initially two (2) director(s). The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The names and addresses of the initial directors of the corporation are:

Herbert A. List, Sr.  
115 South Wilke Road, Suite 206-C  
Arlington Heights, Illinois 60005

Herbert A. List, Jr.  
401 N.W. 12<sup>th</sup> Avenue, Box 9601  
Deerfield Beach, Florida 33442

ARTICLE VII

The name and address of the person signing these Articles is: Herbert A. List, Jr. at 401 N.W. 12<sup>th</sup> Avenue, Box 9601, Deerfield Beach, Florida 33442.

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

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ARTICLE IX

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The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 14<sup>th</sup> day of September, 1998.

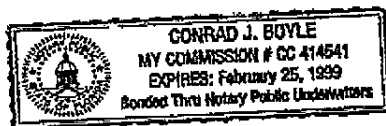
  
HERBERT A. LIST, JR.

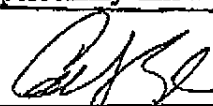
STATE OF FLORIDA )

COUNTY OF Palm Beach )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of September, 1998, by \*, who is personally known to me or who has produced a driver's license as identification.

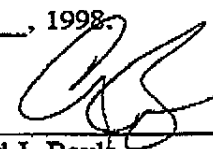
\* Herbert A. List, Jr.



  
Notary Public - State of Florida  
My Commission Expires:  
Commission Number:

I, Conrad J. Boyle, hereby accept the designation of Resident Agent for service of process upon Superior Holding Corporation, a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 14<sup>th</sup> day of September, 1998.

  
Conrad J. Boyle

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