

**LEWIS, VEGOSEN, ROSENBACH, SILBER & DUNKEL, P.A.**

ATTORNEYS AT LAW  
500 SOUTH AUSTRALIAN AVENUE, 10th FLOOR  
WEST PALM BEACH, FLORIDA 33401

ROBERT M. LEWIS (1932-1982)

CASS W. CHRISTENSON  
GARY M. DUNKEL \*\*  
CYNTHIA J. JACKSON  
JOHN B. LEVITT  
ANDREA D. MCMILLAN  
MARSHALL J. OSOFSKY\*\*\*\*  
DEAN J. ROSENBAACH \*/\*\*  
JOHN R. SHEPPARD, JR.  
LOUIS M. SILBER \*/\*\*  
SAMUEL A. THOMAS  
DEAN VEGOSEN  
GARY WALK \*\*\*  
BRENT G. WOLMER

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OF COUNSEL  
EDWARD BOBICK

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\* Board Certified Trial Lawyer  
Board Certified Business Litigation Lawyer  
\*\*\* Board Certified Estate Lawyer  
\*\*\*\* Board Certified Appellate Lawyer

P98000085914  
October 2, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

100002655021--9  
-10/05/98--01023--014  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: S. Lange Corporation

Gentlemen:

Enclosed herewith are one executed original and one copy of the Articles of Incorporation and Resident Agent form for the captioned corporation.

Also enclosed herewith is a check to the order of the Secretary of State in the amount of \$122.50 to cover the following fees:

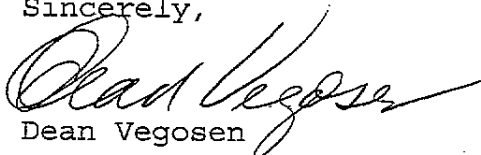
Filing Fee	\$35.00
Certified copy of Certificate	52.50
Registered Agent Fee	35.00

Total: \$122.50

Kindly process the enclosures and return the certified copy of the Articles of Incorporation at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,

  
Dean Vegosen

DV:jha  
Enclosures

cc: Rüdiger Lange

FILED  
98 OCT -5 AM 11:5  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
S. LANGE CORPORATION

FILED  
98 OCT -5 PM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator and Subscriber, being a natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida a corporation for profit as follows:

ARTICLE I - Name of Corporation

The name of this corporation shall be S. LANGE CORPORATION.

ARTICLE II - Principal Address

The principal address of this corporation shall be:

500 S. Australian Avenue, 10th Floor  
West Palm Beach, Florida 33401

ARTICLE III - Duration

This corporation shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE IV - Purpose

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

ARTICLE V - Capital Stock

The authorized capital stock of the corporation shall be one thousand (1,000) shares, common stock with a One Dollar (\$1.00) per share par value, which shall be fully paid and non-assessable.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property, or labor or services actually performed for the corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that

purpose. Property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

#### ARTICLE VI - Preemptive Rights

Every shareholder, upon the sale for cash or other property of any previously unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - Registered Office and Agent

The street address of the initial registered office of this corporation is 10th Floor, 500 South Australian Avenue, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at that address is Lewis, Vegosen, Rosenbach, Silber & Dunkel, P.A., Attention: Dean Vegosen. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

#### ARTICLE VIII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time but the number shall never be less than one (1) nor more

than five (5). The name and address of the initial director of this corporation is:

Rüdiger Lange  
Schützenstrasse 11-13  
D-85757 Karlsfeld  
Germany

ARTICLE IX - Incorporator

The name and address of the person signing these Articles of Incorporation is:

Rüdiger Lange  
Schützenstrasse 11-13  
D-85757 Karlsfeld  
Germany

ARTICLE X - Right of Assignment

The original incorporator of this corporation shall have the right, upon its organization, to assign and deliver his subscriptions of stock to any person or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who upon acceptance of such assignment, shall stand in rights, liabilities and duties entailed by said subscribers, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

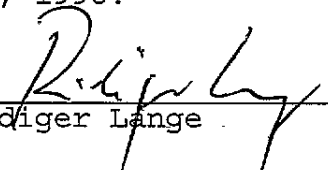
ARTICLE XI - Management of Corporation by Stockholders

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

ARTICLES XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation before issuance of any stock to the shareholders.

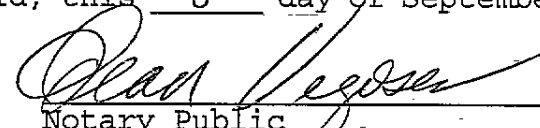
IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this 8 day of September, 1998.

  
\_\_\_\_\_  
Rüdiger Lange

STATE OF FLORIDA                    )  
  ) ss.  
COUNTY OF PALM BEACH         )

I hereby certify that on this day personally came and appeared before me, the undersigned authority, Rüdiger Lange, who produced a German Passport as identification, showing him to be the person named in and who acknowledged to me that he executed the foregoing Articles of Incorporation as a free and voluntary act and deed and for the uses and purposes therein set forth and express.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid, this 8 day of September, 1998.

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



DEAN VECOSEN  
My Comm Exp. 5/05/00  
Bonded By Service Ins  
No. CC551577

☐ Personally Known    ☐ Other & D.

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

In compliance with Chapter 48.091, Florida Statutes, the  
following is submitted:

First -- That S. LANGE CORPORATION, desiring to organize or  
qualify under the laws of the State of Florida with its principal  
office, as indicated in the Articles of Incorporation, in the City  
of West Palm Beach, State of Florida, has named LEWIS, VEGOSEN,  
ROSENBACH, SILBER & DUNKEL, P.A., Attention: Dean Vegosen, who is  
located at 10th Floor, 500 South Australian Avenue, City of West  
Palm Beach, County of Palm Beach, State of Florida, as its agent to  
accept service of process within Florida.

  
Rüdiger Lange, Incorporated

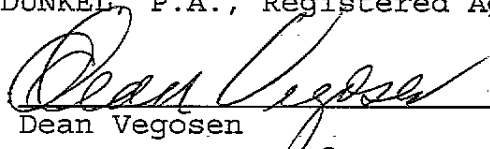
DATED: September 8, 1998

FILED  
98 OCT - 9 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provision of all statutes relative to the proper and complete  
performance of my duties.

LEWIS, VEGOSEN, ROSENBACH, SILBER  
& DUNKEL, P.A., Registered Agent

By   
Dean Vegosen

DATED: September 8, 1998

5802.1\SYLVIA\ARTICLES.