

P98000104119

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

EFFECTIVE DATE

1/1/99

800002711718--5
-12/14/98--01092--018
****122.50 *****78.75

SUBJECT: Twinner North America, Inc.

(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$122.50.

FROM: Harry J. Jenzano, Jr.

FILED
98 DEC 14 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE
ARTICLES**

Please process and return to:

**H. J. Jenzano & Co.
3640 N. Federal Highway
Lighthouse Point, FL 33064
(954) 781-8808**

TA-12/15/98

EFFECTIVE DATE
11/1/99

**ARTICLES OF INCORPORATION
OF**

Twinner North America, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98DEC 14 AM 11:35

FILED

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the Following Articles of Incorporation.

ARTICLE I: Name

The name of the corporation shall be: Twinner North America, Inc.

ARTICLE II: Principal Office

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

**3650 N. Federal Highway, Suite 212
Lighthouse Point, FL 33064**

ARTICLE III: Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 Shares Common

ARTICLE IV: Initial Registered Agent and Street Address

The name and address of initial registered agent is:

**Harry J. Jenzano, Jr.
3640 N. Federal Highway
Lighthouse Point, FL 33064**

ARTICLE V: INCORPORATOR(S)

The name(s) and Address(es) of the Incorporator(s) to these Articles of Incorporation is (are):

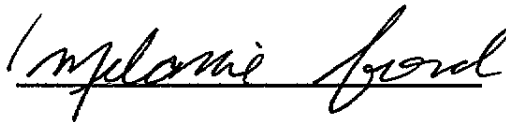
**Melanie Ford
3650 N. Federal Highway, Suite 212
Lighthouse Point, FL 33064**

ARTICLE VI: INCEPTION DATE

Date of inception of corporation will be January 1, 1999.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 1st day of December, 1998.

Signature(s):



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

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the Corporation is: Twinner North America, Inc.
2. The name and address of the registered agent and office is:

Harry J. Jenzano, Jr.
3640 N. Federal Highway
Lighthouse Point, FL 33064

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE: Dec. 1 1998

REGISTERED AGENT FILING FEE: \$35.00

FILED
98 DEC 14 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA