V)()(M)

THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 040555 7170207

AUTHORIZATION :

ORDER DATE: November 20, 1998

ORDER TIME : 10:31 AM

ORDER NO. : 040555-005

CUSTOMER NO: 7170207

CUSTOMER: Mr. Lawrence J. Aronson

MR. LAWRENCE J. ARONSON

MR. LAWRENCE J. ARONSON

216 North Main Street

Freeport, NY

DOMESTIC FILING

-ATLANTIC INTERNATIONAL CORP

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

NAME:

___PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

W98-27443

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

DIVISION OF CORPORATIONS

98 DEC -8 PM 1:40

December 15, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301 RESUBMIT

Please give original submission date as file date.

SUBJECT: ATLANTIC II INTERNATIONAL CORP.

Ref. Number: W98000027443

We have received your document for ATLANTIC II INTERNATIONAL CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 198A00059200



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

DIVISION OF CORPORATIONS

98 DEC -8 PM 1:40

December 8, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: ATLANTIC INTERNATIONAL CORP.

Ref. Number: W98000027443

RESUBMIT

Please give original submission date as file date.

We have received your document for ATLANTIC INTERNATIONAL CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

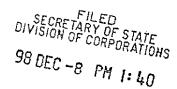
The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Claretha Golden Document Specialist

Letter Number: 598A00057972



ARTICLES OF INCORPORATION

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C.F.M SOUTHERN CORP.

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:

C.F.M SOUTHERN CORP.

The address of the principal office of this corporation shall be 20533 Biscayne Boulevard, Aventura, Florida 33180, 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 10 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 20533 Biscayne Boulevard, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Lawrence J. Aronson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are: 21150 Point Place Lawrence J. Aronson

Aventura, Florida 33180

ARTICLE VII. INCORPORATOR

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on December 7, 1998.

Its Agent, Karen B. Rozar

DBC/DEBORAH SCHRODER/kbr

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -8 PM 1:40

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Lawrence J. Aronson, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

C.F.M. SOUTHERN CORP.

Lawrence J. Aronson is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: Lawrence J. Aronson