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January 21, 1999

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32301

100002753901--3  
-01/25/99--01129--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: **TJI International, Inc.**  
Our Account No: 99-034

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning TJI International, Inc. The firm's check in the amount of \$78.75 representing your filing fee is also enclosed. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

*Kristine M. Wolfe*

Kristine M. Wolfe  
Secretary to Jerome Rotenberg

Encl.

FILED  
99 JAN 25 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA-1/28/99

FILED  
99 JAN 25 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

of

**TJI International, Inc.**

The undersigned, a natural person competent to contract, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

### ARTICLE I. NAME

The name of this corporation is:

TJI International, Inc.

### ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or

government, and as owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

### **ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE V. ADDRESS**

The street address of the initial principal office of this corporation in the State of Florida is 31 Carlson Lane, Palm Coast, Florida, 32137. The initial mailing address of this corporation is 31 Carlson Lane, Palm Coast, Florida, 32137. The Board of Directors may, from time to time, move the principal office or mailing address to any other addresses in Florida.

### **ARTICLE VI. DIRECTORS**

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

### **ARTICLE VII. INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
John A. Lee	31 Carlson Lane, Palm Coast, FL 32137
Toni C. Lee	31 Carlson Lane, Palm Coast, FL 32137

**ARTICLE VIII. INCORPORATORS**

The name and post office address of each incorporator of these Articles of Incorporation is:

Name

Address

Toni C. Lee

31 Carlson Lane, Palm Coast, FL 32137

**ARTICLE IX. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE X. REGISTERED AGENT AND OFFICE**

The registered agent and office for this corporation shall be Toni C. Lee, 31 Carlson Lane, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at anytime in accordance with the provisions of Florida law.

*Toni C. Lee*

TONI C. LEE  
Incorporator

STATE OF FLORIDA  
COUNTY OF FLAGLER

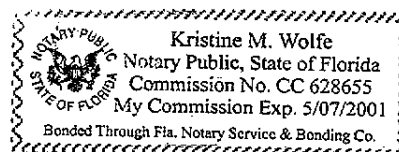
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared TONI C. LEE, to me personally known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation. Declarant produced Drivers Lic. as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 21<sup>st</sup> day of January, 1999.

*Kristine M. Wolfe*

Notary Public

My commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST: THAT TJI INTERNATIONAL, INC., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT 31 CARLSON LANE, PALM COAST, FLORIDA 32137, HAS NAMED TONI  
C. LEE, WHOSE ADDRESS IS 31 CARLSON LANE, PALM COAST, FLORIDA, 32137 AS ITS  
REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

Toni C. Lee  
TONI C. LEE  
DATE: 1-21, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

Toni C. Lee  
TONI C. LEE  
REGISTERED AGENT  
DATE: 1-21  
99 JAN 25 AM 9:51  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA