

P99000030484

Sabel Corporation
1109 South Congress Avenue
West Palm Beach, FL 33406
(561) 642-4200

March 15, 1999

Airborne Express

State of Florida
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

Re: Sabel Corporation

600002808186--1
-03/16/99--01083--008
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed are the Articles of Incorporation (original and duplicate) for the above named corporation.

Also enclosed is a check for the following:

| | |
|---------------------------------|---------|
| Filing fee | \$35.00 |
| Designation of Registered Agent | 35.00 |
| | <hr/> |
| | \$70.00 |
| | <hr/> |

Please return the Certificate under Seal to us at your earliest convenience in the enclosed SASE envelope.

Please contact us with any questions. Thank you.

Sincerely,



Isabella M. Freyer

FILED
99 MAR 29 AM 11:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 23, 1999

ISABELLA M. GREYER
1109 SOUTH CONGRESS AVENUE
WEST PALM BEACH, FL 33406

SUBJECT: SABEL CORPORATION
Ref. Number: W99000006969

We have received your document for SABEL CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 699A00014474

Sabel Freyer, Inc.
1109 South Congress Avenue
West Palm Beach, FL 33406
(561) 642-4200

March 27, 1999

Airborne Express

State of Florida
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

Re: Sabel Freyer, Inc.
Ref. Number: W99000006969
Letter Number: 699A00014474

Dear Sir/Madam:

Enclosed are the Articles of Incorporation (original and duplicate) for the above named corporation.

Also enclosed is the copy of the letter rejecting my original document for Sabel Corporation.

Please return the Certificate under Seal to us at your earliest convenience in the enclosed SASE envelope.

Please contact us with any questions. Thank you.

Sincerely,



Isabella M. Freyer

ARTICLES OF INCORPORATION
OF
Sabel Freyer, Inc.

FILED
99 MAR 29 AM 11:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE - NAME AND ADDRESS

The name of the corporation shall be **Sabel Freyer, Inc.** The principal place of business of this corporation shall be **1109 South Congress Avenue, West Palm Beach, FL 33406.**

ARTICLE TWO - DURATION

The term of the corporation's existence is perpetual.

ARTICLE THREE - PURPOSE

The corporation's purpose is to engage in and to transact any and all business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The corporation has authority to issue One Thousand (1,000) shares, all of which shall be common shares with no par value.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

ARTICLE SIX - REGISTERED OFFICE

The street address of the corporation's initial registered office is **1109 Congress Avenue, West Palm Beach, Florida, 33406** and the name of the initial registered agent at that address is **John Michael Yeend**, who by executing these articles accepts the responsibility to act in this capacity and states that he is familiar with and accepts the obligations of his position and agrees to comply with all statutes relating to the proper performance of his duties.

ARTICLE SEVEN - OFFICERS

The initial officers of the Corporation shall be:

| | |
|----------------------|--------------------|
| President: | Isabella M. Freyer |
| Vice President: | NONE |
| Treasurer: | NONE |
| Corporate Secretary: | Isabella M. Freyer |

ARTICLE EIGHT - DIRECTORS

The initial Board of Directors shall consist of One (1) members. The name and address of the members of the initial Board of Directors is:

Isabella M. Freyer

**1109 South Congress Avenue
West Palm Beach, FL 33406**

ARTICLE NINE - INCORPORATORS

The name and address of the incorporator is **Isabella M. Freyer, 1109 South Congress Avenue, West Palm Beach, FL 33406.**

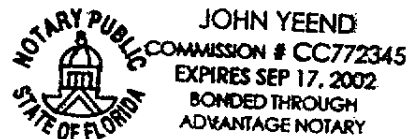
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 27 day of March, 1999.

Isabella M. Freyer
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27 day of March, 1999 by the above named incorporator.

John Yeend
Notary Public

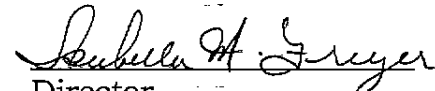


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

That **Sabel Freyer, Inc.** desires to organize or qualify under the laws of the State of Florida, with its principal place of business in the County of Palm Beach, State of Florida, and has named **John Michael Yeend** located at **1109 S Congress Avenue, West Palm Beach, FL 33406** as its agent to accept service of process within Florida.

Executed this 27 day of March, 1999.


Director

Having been named to accept service of process for the above stated corporation, at the place designated in the 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.

Executed this 27 day of March, 1999.


Registered Agent

FILED
99 MAR 29 AM 11:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA