



THE UNITED STATES
CORPORATION
COMPANY

P49000039472

99 APR 30 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 224391 82082A

AUTHORIZATION :

Patricia Knight

COST LIMIT : \$ 70.00

ORDER DATE : April 30, 1999

ORDER TIME : 11:40 AM

ORDER NO. : 224391-005

CUSTOMER NO: 82082A

600002858596--0

CUSTOMER: Robert P. Fritts, Esq
ROBERT P. FRITTS, P.A.
ROBERT P. FRITTS, P.A.
Suite 4
5702 Lake Worth Road
Lake Worth, FL 33463

DOMESTIC FILING

NAME: LIPECK CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

7H 4/30/99
APR 30 1999
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

LIPECK CORP.

ARTICLE I. CORPORATE NAME

The name of this corporation is LIPECK CORP.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand shares of common stock having a par value of \$1.00.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

RICHARD J. LIPSON
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

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TALLAHASSEE, FLORIDA

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

20-C Lexington Lane West
Palm Beach Gardens, FL 33418

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street address is:

RICHARD J. LIPSON
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

JOHN T. ECKENRODE
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever comes first.

ARTICLE IX. INCORPORATORS


The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:


RICHARD J. LIPSON
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

JOHN T. ECKENRODE
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on this 27th day of April, A.D., 1999.


RICHARD J. LIPSON


JOHN T. ECKENRODE

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of section 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/Registered Agent, in the State of Florida.

1. The name of the corporation is: LIPECK CORP.
2. The name and address of the registered agent and office is:

RICHARD J. LIPSON
20-C Lexington Lane West
Palm Beach Gardens, FL 33418

SIGNATURE

Richard J. Lipson
RICHARD J. LIPSON
(corporate officer)

TITLE

Registered Agent

DATE

4/27/99

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 obligations of my position as Registered Agent.

SIGNATURE

Richard J. Lipson
RICHARD J. LIPSON

DATE

4/27/99