

799000048956

PAULICH, SLACK & WOLFF, P.A.

Attorneys at Law

May 17, 1999

FILED
1999 MAY 28 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: COPEX, INC.

800002878838--0
-05/18/99--01058--001
*****70.00 *****70.00

Ladies/Gentlemen:

Please file the enclosed documents on behalf of COPEX, INC.:

1. Articles of Incorporation of COPEX, INC.;
2. Certificate of Designation of Registered Agent;
3. Check in the amount of \$70.00 payable the Division of Corporations representing the proper filing fee.

Please date stamp the enclosed copy and return it to this office. Thank you.

Very truly yours,

PAULICH, SLACK & WOLFF, P.A.


John Paulich, III

JP\mes
encs.

JOHN PAULICH III

Board Certified Real Estate Attorney

801 Anchor Rode Drive, Suite 203 • Naples, Florida 34103

941-261-0544 • Fax 941-261-3849

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 20, 1999

PAULICH, SLACK & WOLFF, P.A.
801 ANCHOR RODE DRIVE STE. 203
NAPLES, FL 34103

SUBJECT: COPEX, INC.
Ref. Number: W99000011889

We have received your document for COPEX, INC. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 899A00028118

ARTICLES OF INCORPORATION

OF

COPEX U.S.A., INC.

FILED

1999 MAY 28 AM 8 35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

COPEX U.S.A., INC.

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

28463 Del Lago Way, Bonita Springs, Florida 34135

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 5000 shares of common stock at \$1.00 par value.

ARTICLE IV

REGISTERED AGENT

Initial registered office of the corporation shall be:

801 Anchor Rode Drive, Suite 203
Naples, Florida 34105

and the name of the initial registered agent shall be:

John Paulich III

ARTICLE V
EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII
SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII
ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX
OFFICERS AND DIRECTORS

This corporation shall have one (1) officer and director initially. The names and street addresses of the initial board of directors, who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Colin E. Boothby
28463 Del Lago Way
Bonita Springs, Florida 34135

ARTICLE X
INCORPORATOR

FILED
1999 MAY 28 AM 8:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Colin E. Boothby
28463 Del Lago Way
Bonita Springs, Florida 34135

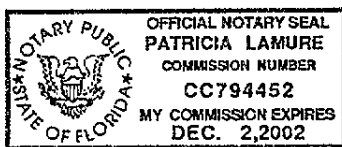
IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 17th day of May, 1999.


Colin E. Boothby
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17th day of May, 1999, by Colin E. Boothby () who is personally known to me or (X) who has produced drivers license as identification.

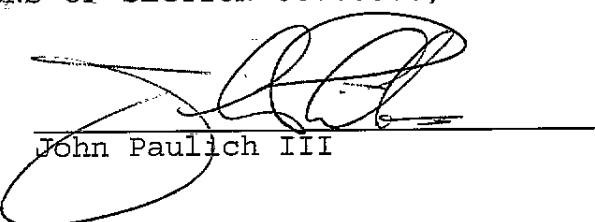
B310-105-35-246-0




Signature, Notary Public

PATRICIA LAMURE
Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.


John Paulich III