

P 99000060723

Donald Anthony Pina
103 Woodlake Circle
Greenacres, Florida 33463

561-357-2959

June 21, 1999

Secretary of State
Corporation Division
PO Box 6327
Tallahassee, FL 32314

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-07/01/99--01027--020
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of The Lear Group, Inc.. Please file these with the appropriate authorities. I have enclosed a check to cover the filing costs and fees.

If you have any questions or should you require any further information, please contact me at the address above.

Sincerely,



Donald Anthony Pina

Donald A. Pina GAVE
AUTHORIZATION BY PHONE TO
CORRECT K/A Receipt
DATE 7/17/99
DOC. EXAM K. D. Brown

FILED
99 JUL -1 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
The Lear Group, Inc.**

FILED
99 JUL -1 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**I.
Name**

The name of the Corporation is The Lear Group, Inc., hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 21301 Powerline Road, Suite 204, BocaRaton, FL 33433. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Donald A. Pina, 103 Woodlake Circle, Greenacres, Florida 33463.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be business and financial consulting.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 500, each share to have a par value of \$1

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
Donald A. Pina	103 Woodlake Circle Greenacres, FL 33463
Michele E. Pina	103 Woodlake Circle Greenacres, FL 33463

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is:
2. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>
Donald A. Pina	103 Woodlake Circle Greenacres, FL 33463
Michele E. Pina	103 Woodlake Circle Greenacres, FL 33463

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.
Fiscal Year

The fiscal year of the Corporation shall be from January 1 to December 31 of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 26
day of June, 19 99.

Michele Pina v?

I UNDERSTAND AND ACCEPT THE DUTIES AS REGISTERED AGENT FOR
THE ABOVE MENTIONED CORPORATION.

[Signature]
INCORPORATOR/REGISTERED AGENT

State of

County of

Florida
Palm Beach

BEFORE ME, the undersigned authority, on this day personally appeared
Michele & Donald Pina, known to me to be the person described in, and whose
name is subscribed to the foregoing document, who on oath stated to me that he/she executed the
same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 26 day of
June, 19 99.



V.L. HEATHMAN
My Comm Exp. 7/31/2001
Bonded By Service Ins
No. CC568285
[] Personally Known [] Other I.D.

My Commission Expires: 7-31-01

[Signature]
Notary Public in and for the
State of Florida

State of _____

County of _____

FILED
99 JUL -1 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA