

ROSEN & KREILING
ATTORNEYS AT LAW

HARRY M. ROSEN
Board Certified Civil Trial Lawyer
EDWARD PAUL KREILING
PAUL D. EICHNER

August 23, 1999

P99000077878

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

000002972350-19
-08/27/99-01069-003
*****70.00 *****70.00

Re: MICRIUM, INC.

Dear Sir:

I enclose a check in the amount of \$70.00 and Articles of Incorporation for MICRIUM, INC. Please file this corporation and forward notification to my office in the envelope provided.

Very truly yours,

PAUL D. EICHNER

PDE:lm

Enc.

FILED
99 AUG 27 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CB
9-1-99
4
now

ARTICLES OF INCORPORATION
OF
MICRIUM, INC.

FILED
99 AUG 27 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MICRIUM, INC.

The address of the principal office of this corporation shall be 949 Crestview Circle, Weston, Florida 33327 and the mailing address of the corporation shall be the same.

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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2500 Weston Road, Suite 220, Weston, Florida

33331, and the name of the initial registered agent of the corporation at that address is Paul D. Eichner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Jean J. Labrosse - President/Director

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

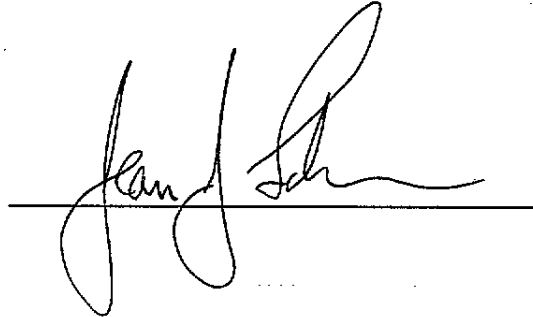
This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

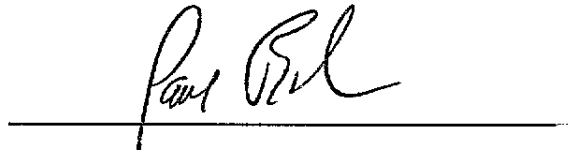
Jean J. Labrosse
949 Crestview Circle
Weston, Florida 33327

IN WITNESS WHEREOF, the undersigned agent has hereunto set his
hand and seal on August 18, 1999.

A handwritten signature in dark ink, appearing to read "Paul D. Eichner", written over a horizontal line.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Paul D. Eichner, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

A handwritten signature in dark ink, appearing to read "Paul D. Eichner", written over a horizontal line.

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TALLAHASSEE FLORIDA