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FILED
95 MAR 27 PM 3: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 21, 1995

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

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles
of Incorporation for C3+, Inc.

Also enclosed is a check in the amount of \$122.50 for the filing
fee.

Sincerely,

Tina Valant-Siebelts

Tina Valant-Siebelts

MAR 24 1995 BSB

ARTICLES OF INCORPORATION

FOR

C3+, Inc.

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C3+, Inc.

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

ARTICLE I. NAME

The name of this corporation shall be: C3+, Inc.

ARTICLE II. PRINCIPAL OFFICE

The address of this corporation's principal office will be at:
8903 Glades Road, Suite L9131, Boca Raton, FL 33434

ARTICLE III. CAPITAL STOCK

This corporation shall have the authority to issue 100 Shares of Common Stock at a par value of \$1.00.

ARTICLE IV. INITIAL REGISTERED AGENT

The name and address of this corporation's initial registered agent shall be:

Martha J. Valant
301 N.W. 17th Street
Delray Beach, FL 33444

ARTICLE V. INCORPORATOR

The name and address of the individual who shall serve as the corporation's incorporator is TINA VALANT-SIEBELTS, 8903 Glades Road, Suite L9131, Boca Raton, FL 33434. [^] Siebels

ARTICLE VI. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of the State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE VII. PURPOSE

This corporation is being organized for the purpose of transactions of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE IX. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

ARTICLE X. INITIAL BOARD OF DIRECTORS

The number of the directors on this corporation's Initial Board of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as the member of the Initial Board of Directors is:

TINA VALANT-SIEBELTS → Siebelts
President
8903 Glades Road
Suite L9131
Boca Raton, FL 33434

ARTICLE XI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Tina Valant-Siebelts
TINA VALANT-SIEBELTS - Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: C3+, Inc.
2. The name and address of the registered agent and office is:

Martha J. Valant
301 N.W. 17th Street
Delray Beach, FL 33444

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 RELATED 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:

Martha J. Valant

DATE:

2-21-95