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To:

Division of Corporations
 Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 541-3694
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FLORIDA PROFT CORPORATION OR P.A.

A.F.T. FINISHING SYSTEMS, INC.

Certificate of Status	0
Certified Copy	1
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 TALLAHASSEE, FLORIDA

B. McKnight JAN 23 2001

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ARTICLES OF INCORPORATION

OF

A.F.T. FINISHING SYSTEMS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation is A.F.T FINISHING SYSTEMS, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPTIAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Five Dollar (\$5.00) par value common stock..

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for

Ronald E. Shnider, Esq.
FL BAR NO: 149153
RONALD E. SHNIDER, P.A.
1333 S. University Dr., #201,
Plantation, FL 33324

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the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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 as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the corporation's registered office is 2900 Northwest 28th Street, Building 10, Lauderdale Lakes, Florida 33311 and the name of the registered agent of this corporation at said address is: JACK FLOOD. The principal place of business of the corporation is: 2900 Northwest 28th Street, Building 10, Lauderdale Lakes, Florida 33311.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is as follows:

Jack Flood
2900 N.W. 28th Street
Building 10
Lauderdale Lakes, Florida 33311

ARTICLE IX - INCORPORATOR

The name and address of the persons signing these Articles is:

Jack Flood

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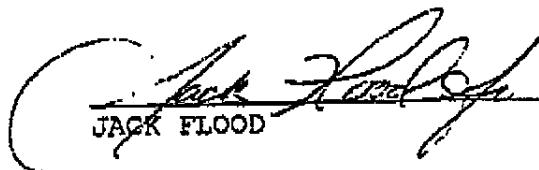
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2900 NW 28th Street
Building 10
Lauderdale Lakes, Florida 33311

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

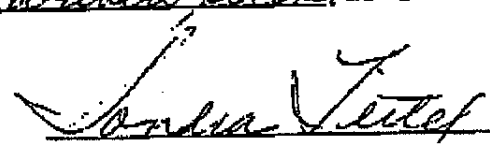
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 22 day of January, 2001


JACK FLOOD

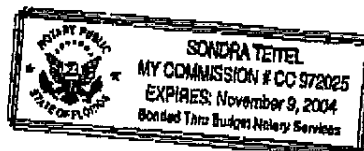
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 22 day of January, 2000, by JACK FLOOD, who is personally known to me or who produced Florida Drivers License identification.


PRINTED NAME: SONDRA TETEL

My Commission Expires:



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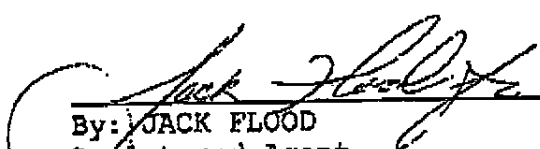
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That A.F.T. FINISHING SYSTEMS, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Lauderdale Lakes, County of Broward, State of Florida, has named JACK FLOOD located at 2900 N.W. 28th Street, Building 10, City of Lauderdale Lakes, County of Broward, State of Florida, as its agent to accept service of process within this state.

Date: January 22, 2001

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


 By: JACK FLOOD
 Registered Agent

Date: January 22, 2001

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