

PO2000080926
BROOKS HERMILLER JEFFIN
ATTORNEYS AT LAW

July 22, 2002

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

600006653766--7
-07/25/02--01021--016
*****78.75 *****78.75

Re: Specialty Products International, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of Specialty Products International, Inc., together with our check in the amount of \$78.75 made payable to the Florida Department of State. Please file the Articles and return a certified copy to us in the enclosed self-addressed envelope.

If, for any reason, you are unable to comply with the requests contained in this letter, please immediately call Dorothy Pitcher or Teri Robinson at 305-373-5444, reversing the charges to us.

Thank you for your many courtesies in the past.

Yours very truly,

Teri Robinson
(det)

Teri Robinson,
Director of Finance

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-21319

ARTICLES OF INCORPORATION
OF
SPECIALTY PRODUCTS INTERNATIONAL, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

SPECIALTY PRODUCTS INTERNATIONAL, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin, L.L.C.
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VI

The name and address of the incorporator of the corporation is:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin, L.L.C.
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VII

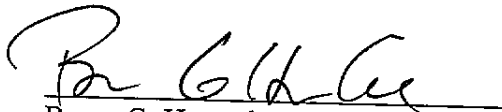
The name of the initial director of the corporation is Edmund Wasserman.

ARTICLE VIII

The mailing address of the corporation and its initial principal office is:

18181 N.E. 31 Court
Suite 1503
Aventura, Florida 33160

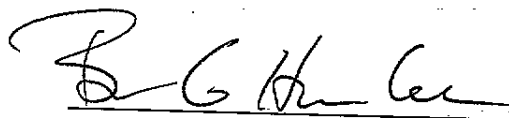
Executed at Miami, Florida this 19th day of July, 2002.


Bruce G. Hermelee

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **SPECIALTY PRODUCTS INTERNATIONAL, INC.**, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned is familiar with and accepts the obligations of the position of registered agent.

Dated this 19th day of July, 2002.


Bruce G. Hermelee

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