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ACCOUNT NO. : 072100000032

REFERENCE : 505817 81382A

AUTHORIZATION : *Patricia Pijets*

COST LIMIT : \$ 122.50

ORDER DATE : August 22, 1997

ORDER TIME : 10:36 AM

ORDER NO. : 505817-005

CUSTOMER NO: 81382A

500002274835--9

CUSTOMER: Michael F. Dignam, Esq
MICHAEL F. DIGNAM, ESQ

1601 Hendry Street

Fort Myers, FL 33901

DOMESTIC FILING

NAME: SPECIALTY PRODUCTS ENGINEERING
COMPANY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 AUG 22 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECORDED
97 AUG 22 AM 11:31
DIVISION OF CORPORATION

SN AUG 22 1997

ARTICLES OF INCORPORATION
OF
SPECIALTY PRODUCTS ENGINEERING COMPANY, INC.

FILED
97 AUG 22 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be Specialty Products Engineering Company, Inc. The principal place of business of this corporation shall be 1811 Metro Parkway, Fort Myers, Florida 33912.

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 seven thousand five hundred (7,500) shares of common stock having one dollar (\$1.00) par value per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 1601 Hendry Street, Fort Myers, Florida 33901 and the name of the initial registered agent of the corporation at that address is Michael F. Dignam.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be changed from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation:

ARTICLE VII. INCORPORATORS

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

Michael F. Dignam
Attorney at Law
1601 Hendry Street
Fort Myers, Florida 33901

ARTICLE VIII. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former officers and directors, to the full extent permitted by law.

ARTICLE IX. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's prorata portion of the following:

A. Any stock or any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay of the shares preempted within thirty (30) days after receipt of written notice from the

corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

ARTICLE X. INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the shareholders entitled to vote upon such action at a meeting, and filed with the Secretary of the corporation as part of the corporate records.

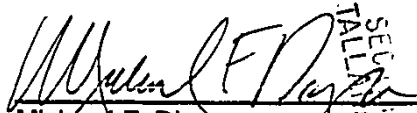
ARTICLE XI. INFORMAL DIRECTOR ACTION

Any action of the directors may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the directors entitled to vote upon such action at a meeting, and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE XII. BYLAW AMENDMENT

The power to adopt, alter, amend, or repeal the Bylaws of this corporation is vested in either the board of directors or the shareholders, but the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 20 day of August, 1997.


Michael F. Dignam
SUBSCRIBER and Registered Agent,
who hereby accepts the duties
of a registered agent for the
corporation under Florida law

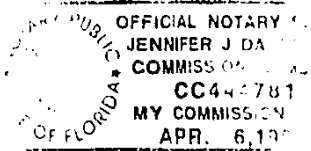
TALLAHASSEE
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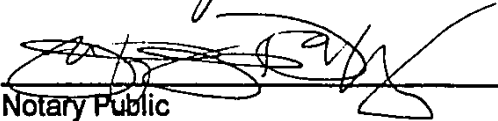
STATE OF FLORIDA

COUNTY OF LEE

Before me personally appeared Michael F. Dignam to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 20 day of August, 1997.




Notary Public

My commission expires: _____

[SEAL]