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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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NAME: FLOWTEX OF AMERICA, INC.

AUDIT NUMBER.....H98000003459

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
FLOWTEX OF AMERICA, INC.**

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The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FLOWTEX OF AMERICA, INC.

The principal place of business of this corporation shall be c/o Geoffrey M. Wayne, P.A., 1110 Brickell Avenue, Suite 405, Miami, Florida 33131-4940.

ARTICLE II.

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage in or transact 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.

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Geoffrey M. Wayne, Esq.
1001 Brickell Bay Drive, Suite 2702
Miami FL 33131-4940
(305) 381-8108
Florida Bar No. 329444

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares	Par Value	Class of Stock
500	\$1.00	Common

All of said stock shall be payable in cash, real or personal property, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 1001 Brickell Bay Drive, Suite 2702, Miami, Florida 33131-4940, and the name of the initial registered agent of the corporation at that address is Geoffrey M. Wayne.

ARTICLE VI. DIRECTORS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The names and addresses of the directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Mattheis Schmider
1110 Brickell Avenue, Suite 405
Miami, Florida 33131

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ACCEPTANCE OF REGISTERED AGENT

Having been appointed the registered agent of **Flowtex of America, Inc.**, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Sections 607.0501 and 607.0502 on the undersigned as registered agent.

Executed this 20th day of February, 1998.

By: Geoffrey M. Wayne
Geoffrey M. Wayne, Registered Agent

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