

P95000060489

663 Verona Place
Fort Lauderdale, Florida 33326

August 3, 1995

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****122.50 ****122.50

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

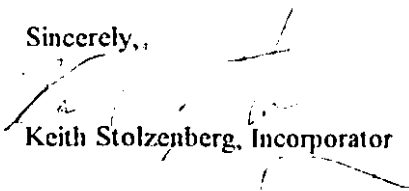
Enclosed herewith are the original and one copy of the Articles of Incorporation of Southeastern Fastener Corporation, together with a check in the amount of \$122.50 covering the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	<u>\$35.00</u>
	\$122.50

Please file the original and forward the certified copy to our office at your earliest convenience in the enclosed self addressed stamped return envelope.

Thank you for your prompt attention to this matter. Please contact the undersigned at (305) 389-1376 if you need additional information.

Sincerely,,


Keith Stolzenberg, Incorporator

ARTICLES OF INCORPORATION
OF
SOUTHEASTERN FASTENER CORPORATION

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and address of this Corporation shall be:

SOUTHEASTERN FASTENER CORPORATION
10135 S.W. 71ST Avenue
Miami, Florida 33156

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

Authorized Shares. The Corporation shall be authorized to create and issue One Hundred (100) shares of Common Stock having a par value of \$.01 per share.

B. Rights of the Holders of Common Stock.

1. No cumulative voting rights shall exist with regard to the election of directors.

2. The holders of Common Stock shall have no preemptive right to subscribe for additional shares of the Corporation.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

663 Verona Place
Fort Lauderdale, Florida 33326

The name of the initial registered agent of this Corporation at that address shall be:

Keith H. Stolzenberg

ARTICLE VI

BOARD OF DIRECTORS

A. Election of Directors. The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors (the "Board"), which shall initially, have two (2) member and at all times thereafter, no more than three members, but not less than one member.

B. Term of Office. Each director shall serve until the next annual meeting of shareholders or until a successor shall be elected and shall qualify.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The name and street address of the initial member of the first Board of Directors who shall hold office until his successor(s) have been duly elected or appointed and have qualified are as follows:

Keith Stolzenberg
663 Verona Place
Fort Lauderdale, Florida 33326

Jared Gelles
10135 S.W. 71st Avenue
Miami, Florida 33156

ARTICLE VIII

DIRECTOR AND OFFICER LIABILITY

The Directors and Officers of the Corporation shall not be personally liable for monetary damages to the Corporation to the fullest extent permitted by Florida law. This Corporation may insure and shall indemnify and shall advance expenses on behalf of its officers and directors and any person serving at the request of the Corporation as an officer, director, member, employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the fullest extent permitted by law in existence now or hereafter.

ARTICLE IX

AMENDMENTS TO ARTICLES

Notwithstanding any Florida law to the contrary, there shall be no amendments to these Articles of Incorporation except pursuant to a resolution passed by unanimous consent of the shareholders.

ARTICLE XI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

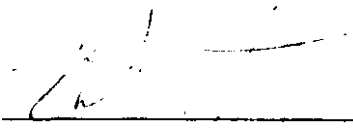
Name

Street Address

Keith H. Stolzenberg

663 Verona Place
Fort Lauderdale, Florida 33326

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 30 day of August, 1995.



Keith H. Stolzenberg, Incorporator

OF

P95000060489

SOUTHEASTERN FASTENER CORPORATION
10135 SW 71ST AVENUE
MIAMI, FLORIDA 33156

February 6, 1997

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*****35.00 *****35.00

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

Re: Dissolution of Southeastern Fastener Corporation

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Dissolution of the above referenced corporation, together with a check in the amount of \$35.00 covering the following:

Filing Fee \$35.00

Please file stamp the enclosed copy and return it to the undersigned in the enclosed self-addressed stamped envelope.

Thank you for your prompt attention to this matter. Please contact the undersigned at (305) 669-8155 if you need additional information.

Sincerely, SH 2/9

SOUTHEASTERN FASTENER CORPORATION

By: [Signature]

Name: [Signature]

Title: [Signature]

ARTICLES OF DISSOLUTION

OF

SOUTHEASTERN FASTENER CORPORATION
a Florida corporation

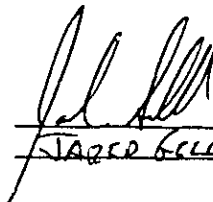
1. The name of the corporation is:

SOUTHEASTERN FASTENER CORPORATION

2. The dissolution of the corporation was authorized on
December 31, 1996.

3. The dissolution of the corporation was unanimously
approved by written consent of the shareholders pursuant to
Sections 607.1402(6) and 607.0704 of the Florida Statutes.

4. The effective date of the Articles of Dissolution
shall be: December 31, 1996.

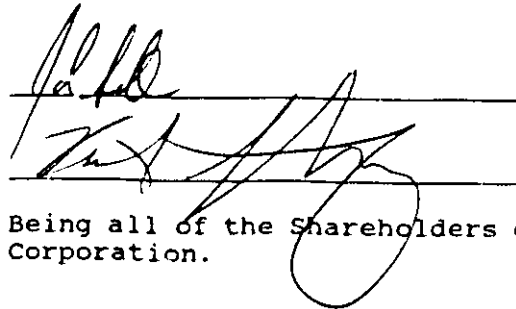


JAGER GELLES, President

WRITTEN CONSENT TO DISSOLVE
OF THE SHAREHOLDERS OF
SOUTHEASTERN EASTERN CORPORATION

Pursuant to Sections 607.1402(6) and 607.0764 of the
Florida Statutes, the undersigned, being all of the shareholders of
SOUTHEASTERN EASTERN CORPORATION, a Florida corporation (the
"Corporation"), do hereby consent to the voluntary dissolution of
the corporation, to be effective December 31, 1996.

Dated this 31st day of December, 1996



Being all of the Shareholders of the
Corporation.