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K & K Accounting & Tax Service, Inc.
2825 University Drive
Suite 410
Coral Springs, FL 33076
(954) 752-3909

March 10, 2000

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*****70.00 *****70.00

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

Dear Sirs:

Enclosed are two (2) Copies of Articles of Incorporation of **DOWN-EAST REFLECTIVE, INC.** and the appointment of registered agent for filing purposes.

Also, enclosed is a check for \$70.00 to cover charter tax, filing fees, registered agent filing fee. No certified copy is requested at this time.

Thank you for your prompt attention to this matter.

Please remit the approved Articles of Incorporation to the above address.

Very Sincerely,

K & K Accounting & Tax, Inc.

Donna Kent
Donna Kent,
Accountant

FILED
00 MAR 20 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. W. WARDLAW MAR 24 2000

FILED

00 MAR 20 AM 10:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DOWN-EAST REFLECTIVE, INC.

The Undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is as follows:
DOWN-EAST REFLECTIVE, INC.
2. The period of its duration is **perpetual**.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and the state of Florida.
4. The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1,000 shares at par value of \$1.00 per share, common stock. All of the stock shall be payable in cash or other property, real or personal, tangible or intangible, or in labor or services actually performed for the corporation, in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

5. This corporation shall commence to exist on the date which the Articles of Incorporation are filed in the Office of the Secretary of the State of Florida.

6. The principal office, registered agent, and registered office address is:

PETER POZZY
280 NORTHWEST 9TH STREET
BOCA RATON, FLORIDA 33432

7. The number of directors constituting its initial board of Directors is two (2), whose name and address is as follows:

PETER POZZY
280 NORTHWEST 9TH STREET
BOCA RATON, FLORIDA 33432

LAURINE POZZY
280 NORTHWEST 9TH STREET
BOCA RATON, FLORIDA 33432

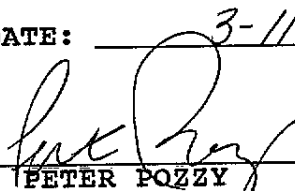
8. The name and address of the initial incorporators is as follows:

PETER POZZY - 500 SHARES
280 NORTHWEST 9TH STREET
BOCA RATON, FLORIDA 33432

LAURINE POZZY - 500 SHARES
280 NORTHWEST 9TH STREET
BOCA RATON, FLORIDA 33432

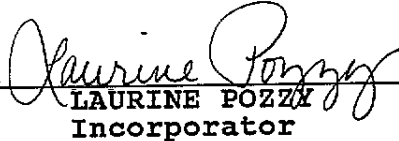
9. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation".

SIGNED ON THE FOLLOWING DATE: 3-11-, 2000.



PETER POZZY
Registered Agent


PETER POZZY
Incorporator


LAURINE POZZY
Incorporator

SWORN TO AND SUBSCRIBED

BEFORE ME THIS 11th DAY OF MARCH, 2000.

STATE OF FLORIDA }

COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared **PETER POZZY and LAURINE POZZY**, who, after first being duly sworn, deposes and says that they are the persons described in and who subscribed to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth and furthermore, that the above facts are true and correct to the best of their knowledge and belief of **PETER POZZY and LAURINE POZZY**.

SWORN TO AND SUBSCRIBED before me this 11th day of MARCH, 2000.

My Commission Expires:


NOTARY PUBLIC,
STATE OF FLORIDA

