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LOUIS ZUSHUK
1220 Gator Trail
West Palm Beach, FL 33409
(561) 744-0166

April 5, 2000

The Secretary of State
Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-04/12/00--01046--005
*****78.75 *****78.75

RE: Articles of Incorporation

Dear Sir/Madam:

Enclosed herein for filing are the Articles of Incorporation
for the following:

ZSK, INC.

Also enclosed is a check in the amount of \$ 78.75
representing the fee to file these Articles.

Please return them to the undersigned at the above address.

If you have any questions, please do not hesitate to call.

Very truly yours,

Louis Zushuk

LZ/lz
Enclosures

FILED
00 APR 12 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN APR 18 2000

ARTICLES OF INCORPORATION
OF
ZSK, INC.

FILED
00 APR 12 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR(S) OF A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: THE NAME OF THE CORPORATION IS ZSK, INC.

SECOND: THE PERIOD OF THE CORPORATION IS PERPETUAL.

THIRD: THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED IS FOR ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE.

FOURTH: AUTHORIZED SHARES.

NUMBER: THE AGGREGATE NUMBER OF SHARES THAT THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 300 SHARES OF CAPITAL STOCK WITH A PAR VALUE OF \$1.00 PER SHARE.

DIVIDENDS: THE HOLDERS OF THE OUTSTANDING CAPITAL STOCK SHALL BE ENTITLED TO RECEIVE, WHEN AND AS DECLARED BY THE BOARD OF DIRECTORS, DIVIDENDS PAYABLE EITHER IN CASH, IN PROPERTY OR IN SHARES OF THE CAPITAL STOCK OF THE CORPORATION.

NO CLASSES OF STOCK: THE SHARES OF THE CORPORATION ARE NOT TO BE DIVIDED INTO CLASSES.

NO SHARE IN SERIES: THE CORPORATION IS NOT AUTHORIZED TO ISSUE SHARES IN SERIES.

FIFTH: THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE AT 1220 GATOR TRAIL, WEST PALM BEACH FL 33409.

SIXTH: THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT AND OFFICE IS LOUIS ZUSHUK, 1220 GATOR TRAIL, WEST PALM BEACH FL 33409

SEVENTH: THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF 1 MEMBER(S) WHO NEED NOT BE (A) RESIDENT(S) OF THE STATE OF FLORIDA.

EIGHTH: THE NAME AND ADDRESS OF THE PERSON(S) WHO SHALL SERVE AS DIRECTOR(S) UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS, OR UNTIL (A) SUCCESSOR(S) IS/ARE ELECTED AND QUALIFIED, IS/ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
LOUIS ZUSHUK	1220 GATOR TRAIL, WEST PALM BEACH FL 33409

NINTH: THE NAME(S) AND ADDRESS(ES) OF THE INITIAL INCORPORATOR(S) IS/ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
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LOUIS ZUSHUK

1220 GATOR TRAIL, WEST PALM BEACH FL 33409

TENTH: THE SHAREHOLDER(S) SHALL HAVE THE POWER TO ADOPT, AMEND, ALTER, CHANGE OR REPEAL THE ARTICLES OF INCORPORATION WHEN PROPOSED AND APPROVED AT A STOCKHOLDERS MEETING, WITH NOT LESS THAN A MAJORITY VOTE OF THE COMMON STOCK.

ELEVENTH: THE BYLAWS OF THE CORPORATION ARE TO BE MADE, ALTERED OR RESCINDED BY THE MEMBER(S) OF THE BOARD OF DIRECTORS.

TWELFTH: THE OFFICERS OF THE CORPORATION WHO SHALL CONDUCT THE BUSINESS OF THE CORPORATION DURING THE FIRST YEAR OF ITS EXISTENCE OR UNTIL HIS/THEIR SUCCESSOR(S) IS/ARE ELECTED OR QUALIFIED SHALL BE AS FOLLOWS:

NAME

ADDRESS

LOUIS ZUSHUK
TREASURER, SECRETARY

1220 GATOR TRAIL, WEST PALM BEACH FL 33409 PRESIDENT,

IN WITNESS HEREOF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED TO THESE ARTICLES OF INCORPORATION AT STUART, FLORIDA, ON THIS 4th DAY OF APRIL, 2000.

Louis Zushuk
LOUIS ZUSHUK

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED LOUIS ZUSHUK, WHO DID PRODUCE card credit AS IDENTIFICATION, AND WHO DID FREELY AND VOLUNTARILY ACKNOWLEDGE BEFORE ME ACCORDING TO LAW THAT HE MADE AND SUBSCRIBED THE SAME FOR THE USES AND PURPOSES THEREIN SET FORTH.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND MY OFFICIAL SEAL, AT WEST PALM BEACH, FLORIDA IN SAID COUNTY AND STATE THIS 4 DAY OF April, 2000.



Milagros Pinero
NOTARY PUBLIC
MY COMMISSION EXPIRES: 2-16-00

I HEREBY ACCEPT APPOINTMENT AS THE REGISTERED AGENT:

Louis Zushuk
LOUIS ZUSHUK

REGISTERED OFFICE: 1220 GATOR TRAIL, WEST PALM BEACH FL 33409

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00 APR 12 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA