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 Tallahassee, FL 32301 425-5675

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 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Shopman Acquisition Corp
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #) **7000000011077--9**

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3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

- Walk in
- Pick up time _____
- Certified Copy *Anticlergy Incorp*
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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Examiner's Initials

**ARTICLES OF INCORPORATION
OF
SHOPMAN ACQUISITION CORP.**

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ARTICLE I - NAME

The name of the corporation is Shopman Acquisition Corp. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the Corporation's principal office and the Corporation's mailing address is 4015 Georgia Avenue, West Palm Beach, Florida 33415.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4015 Georgia Avenue, West Palm Beach, Florida 33415; and the name of the initial registered agent of the Corporation at that address is Charles F. Hansen, Jr..

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This Corporation shall initially have one director. The name and address of the initial director of the Corporation is:

Charles F. Hansen, Jr.
4015 Georgia Avenue
West Palm Beach, FL 33415

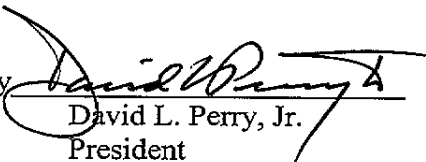
ARTICLE VII– INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

David L. Perry, Jr., P.A.
625 N. Flagler Drive, S. 700
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of July, 2000 .

DAVID L. PERRY, JR., P.A.

By 
David L. Perry, Jr.
President

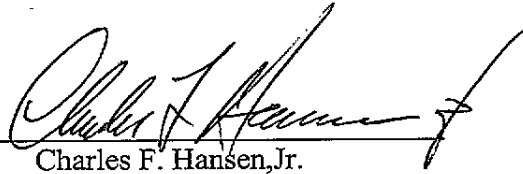
**CERTIFICATE OF DESIGNATION OF ADDRESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Shopman Acquisition Corp., desiring to organize under the laws of the State of Florida, has named Charles F. Hansen, Jr. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at 4015 Georgia Avenue, West Palm Beach, Florida 33405, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 1st day of July, 2000.


Charles F. Hansen, Jr.

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