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ACCOUNT NO. : 072100000032

REFERENCE : 890505 7230342

AUTHORIZATION :

*Patricia Pizento*

COST LIMIT : \$ 70.00

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ORDER DATE : November 13, 2000

ORDER TIME : 2:10 PM

ORDER NO. : 890505-005

CUSTOMER NO: -7230342

CUSTOMER: Mr. Heinz S. Pfuner  
Mr Heinz S Pfuner

700003463117-49

1140 Lee Blvd Suite 101

Lehigh Acres, FL 33970

DOMESTIC FILING

NAME: PREMIUM SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

*Sc* 11/14/00

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ARTICLES OF INCORPORATION  
OF

PREMIUM SOLUTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PREMIUM SOLUTIONS, INC.

The address of the principal office of this corporation shall be 1442 Scenic Street, Lehigh Acres, Florida 33936, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1140 Lee Boulevard Suite 101-102, Lehigh Acres, Florida 33970-1361, and the name of the initial registered agent of the corporation at that address is Heinz S. Pfuner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Heinz S. Pfuner	1140 Lee Boulevard Suite 101-102
Dir.	Lehigh Acres, Florida 33970-1361

Udo Rose	1442 Scenic Street
Dir.	Lehigh Acres, Florida 33936

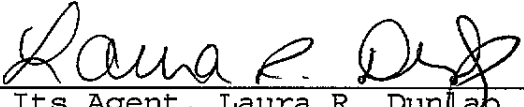
Margarethe Marte	1442 Scenic Street
Dir.	Lehigh Acres, Florida 33936

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to  
these Articles of Incorporation:

The Company Corporation  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these  
Articles of Incorporation on November 13, 2000.

  
\_\_\_\_\_  
Its Agent, Laura R. Dunlap

scm

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DIVISION OF CORPORATIONS

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ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

HEINZ S. PFUNER, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

PREMIUM SOLUTIONS, INC.

HEINZ S. PFUNER is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: HEINZ S. PFUNER

scm