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TRANSMITTAL LETTER

December 15, 2000

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*****78.75 *****78.75

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

SUBJECT: STACKPOOLE BROTHERS INCORPORATED

Enclosed is an original and one (1) copy of the articles of incorporation
and a check for the following fees:

Filing Fee -	\$35.00
Registered Agent Designation -	\$35.00
Certified Copy -	\$ 8.75
 TOTAL ENCLOSED -	 \$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 21 AM 11:06

FROM: Raymond A. Stackpoole

ADDRESS: P.O. Box 89363
Tampa, FL 33689

CONTACT NUMBER: (813) 927-7015

Raymond
AUTHORIZATION BY *PROXY*
CORRECT *art*
DATE *1-2-01*
DOC. EXAM *pv*

2
g/12/01

EFFECTIVE DATE

01/01/01

STACKPOOLE BROTHERS INCORPORATED
ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Article ONE
NAME

The name of this corporation is: STACKPOOLE BROTHERS INCORPORATED

Article TWO
OBJECTS AND PURPOSES

To conduct and transact generally the business of drafting and design and to do all things and exercise all powers and perform all functions that a C-corporation is authorized or empowered to do, exercise, or perform under and by virtue of the laws of Florida, or that it may be by law hereafter authorized to do, exercise, or perform drafting and design and do all the above things as a C-corporation and insofar as is consistent with the laws of Florida.

Article THREE
LOCATION OF PRINCIPAL OFFICE

The principal place for the transaction of business and the principal mailing address of this corporation is to be: 6066 Leisure Street, Ridge Manor, Hernando County, FL 33523.

Article FOUR
REGISTERED AGENT

The registered agent for service of process upon the corporation is: Raymond A. Stackpoole 1436 Lakehurst Way, Brandon, FL 33511

Article FIVE
CAPITALIZATION

The total number of shares that the corporation is authorized to issue is One-hundred-thousand (100,000), and all such shares are to have a par value, and the aggregate par value of all such shares is Ten-thousand Dollars (\$10,000).

Article SIX
DIRECTORS

- 6.1 The number of directors of the corporation is two (2). The following are the names and residences of the persons appointed to act as directors until their successors are elected and qualified:

Harvey M. Stackpoole II	6066 Leisure Street Ridge Manor, FL 33523
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Raymond A. Stackpoole	1436 Lakehurst Way Brandon, FL 33511
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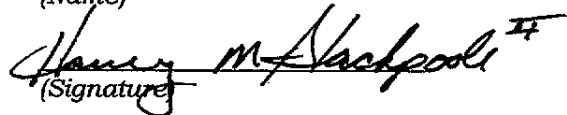
- 6.2 The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
- 6.3 The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.
- 6.4 The corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under Florida law.

Article SEVEN
DURATION OF CORPORATE EXISTENCE

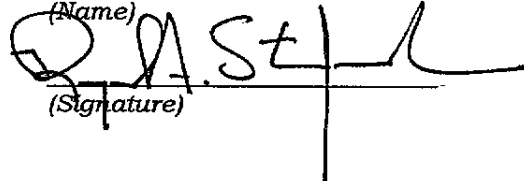
- 7.1 The corporate existence of this corporation shall continue perpetually.
- 7.2 The undersigned, being all the persons named above as the initial directors, declare that they are the persons who executed the foregoing Articles of Incorporation, in which execution is their act and deed.

Dated: December 15, 2000

Harvey M. Stackpoole II
(Name)


(Signature)

Raymond A. Stackpoole
(Name)


(Signature)

IN WITNESS WHEREOF, the above signed, being all the persons named above as the initial directors, have executed these Articles of Incorporation.

Dated: December 15, 2000

Jonna Leigh Stack, Esq.
(Name)

Jonna Leigh Stack
(Signature)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligation of my position as registered agent.

Dated: December 15, 2000

Raymond A. Stackpoole
(Name)

R. A. Stackpoole
(Signature)

ARTICLE EIGHT

The effective date of the Corporation shall be January 1, 2001

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