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LAW OFFICES

GARY M. KRASNA, P.A.

1900 CORPORATE BOULEVARD, N.W.
SUITE 301, WEST BUILDING
BOCA RATON, FLORIDA 33431

Telephone: 561-995-7700
Telecopier: 561-995-7775
E-Mail: GMKLAW@WORLDNET.ATT.NET

Dade Office:
Penthouse 400
11440 North Kendall Drive
Miami, Florida 33176
Telephone: 305-595-2400

January 24, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-01/25/01--01047--006
***128.75 ***128.75


SUBJECT: AMF INTERNATIONAL HOLDINGS INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation for the above referenced corporation together with the Certificate of Domestication, domesticating AMF International, Inc., a New York corporation to AMF International Holdings Inc. Please note that currently AMF International, Inc., a New York corporation, is qualified to do business in the State of Florida under the name AMF International Holdings Inc., bearing document number F98000001196. Also enclosed is a check in the amount of for \$128.75. Please forward evidence to filing to my attention.

If you have any questions, please feel free to contact me at the above address and phone. Thank you in advance for your cooperation in this matter.

Very truly yours,
GARY M. KRASNA,


Gary M. Krasna

FILED
01 JAN 25 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


L. Burch JAN 26 2001

CERTIFICATE OF DOMESTICATION

FILED

The undersigned, Abraham Fuchs, President
(Name) (Title)

01 JAN 25, PM 12:18

of AMF International Inc. a foreign Corporation,
(Corporation Name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

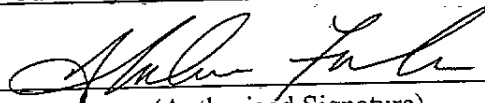
in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was September 8, 1997.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was New York.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was AMF International Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is AMF International Holdings Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was New York.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of AMF International Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done

so this the 23rd day of January, 2001


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
OF

AMF INTERNATIONAL HOLDINGS INC.

FILED
01 JAN 25 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **AMF INTERNATIONAL HOLDINGS INC.**

ARTICLE II

The existence of the corporation shall be perpetual and shall begin on the date these articles are filed with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 22180 Trillium Way, Boca Raton, FL 33433.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares, with a par value of \$.01 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1900 Corporate Boulevard, N.W., Suite 301W, Boca Raton, Florida 33431. The initial registered agent for the Corporation at that address is Gary M. Krasna.

ARTICLE VI

The corporation is formed to engage in any activity permitted under the laws of the State of Florida.

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
Abraham Fuchs	22180 Trillium Way Boca Raton, FL 33433.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

The names and street addresses of the initial officers of this corporation are as follows:

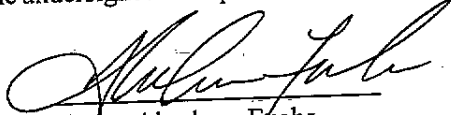
Title	Name	Address
President	Abraham Fuchs	22180 Trillium Way Boca Raton, FL 33433.
Secretary	Abraham Fuchs	22180 Trillium Way Boca Raton, FL 33433.

ARTICLE X

The names and street addresses of the initial directors of this corporation are as follows:

Name	Address
Abraham Fuchs	22180 Trillium Way Boca Raton, FL 33433
Barbara Fuchs	22180 Trillium Way Boca Raton, FL 33433.

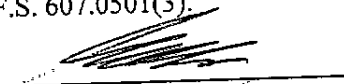
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation
this 23rd day of January, 2001



Name: Abraham Fuchs

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **AMF INTERNATIONAL HOLDINGS INC.**,
at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the
obligations of that position pursuant to F.S. 607.0501(3).



Name: Gary M. Krasna

Date: January 23, 2001