POLODOO13316 TRANSMITTAL LETTER

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

900003633939---9 -02/05/01--01142--004 *****87.50 ******87.50

SUBJECT: Alliance Knife of Florida, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 **3** \$78.75 **\$87.50** Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED FROM: Thomas E. Martin, Esq. Name (Printed or typed)

OM: Thomas E. Martin, Esq.

Name (Printed or typed)

312 Walnut Street, Suite 2300

Address

Cincinnati, OH 45202

City, State & Zip

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF ALLIANCE KNIFE OF FLORIDA, INC.

The undersigned, desiring to form a corporation for profit under the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

The name of said corporation is ALLIANCE KNIFE OF FLORIDA, INC.

ARTICLE II

The principal place of business and mailing address of the corporation is:

5448 Hoffner Avenue, Suite 103 Orlando, Florida 32812

ARTICLE III

The corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be formed under Chapter 607, inclusive, of the Florida Statutes, as now in effect or hereafter amended.

ARTICLE IV

The number of shares of stock which the corporation is authorized to have outstanding is One Thousand (1,000) shares, all of which shall be common shares, without par value.

ARTICLE V

The name and Florida street address of the registered agent is:

Ivan Cruz 5448 Hoffner Avenue, Suite 103 Orlando, Florida 32812

<u>ARTICLE VI</u>

The name and address of the Incorporator is:

William Lonnie Keith 3091 Triple Crown Drive North Bend, Ohio 45052

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name this 29 day of January, 2001.

ORIGINAL APPOINTMENT OF AGENT

Having been named as registered agent 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Ivan Cruz, Registered Agent

1-30,2001

Date