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February 6, 2001

Florida Department of State
Corporation Division Charter Section
409 E. Gaines St.
Tallahassee, Florida 32399

000003743350--5
-02/20/01--01073--001
*****70.00 *****70.00

RE: CSO INDUSTRIES
Articles of Incorporation

Gentlemen:

Enclosed herewith are the proposed Articles of Incorporation relative to the above, together with a check in the amount of \$70.00 for the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
TOTAL	\$70.00

Please file the articles, and return the stamped copy to me at your earliest convenience.

Thank you for your cooperation in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

JAMES D. LAMPATHAKIS, P.A.

James D. Lampathakis, Esq.

JDL/sms

Enclosure

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FILED
01 FEB 20 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb
2/21

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ARTICLES OF INCORPORATION
OF
CSO INDUSTRIES, INC.

FILED
01 FEB 20 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the principal office of this Corporation is: CSO Industries, Inc., 2787 Enterprise Rd. East, #12, Clearwater, FL 33759.

ARTICLE II - COMMENCEMENT

This corporation shall commence existing on the date of the filing with the Office of the Secretary of State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 2,000,000 shares of One and No/100 Dollars (\$1.00) par value common stock, which shall be designated "Common Stock".

ARTICLE V - INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE

The street address of the initial registered office of this Corporation is 2787 Enterprise Road E., #12, Clearwater, FL 33759, and the name of the initial registered agent of this Corporation is Charles S. Owens, III.

ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Charles S. Owens, III

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Director's initially. The name's and addresses of said director's are:

NAME	ADDRESS
Charles S. Ownes, III	2787 Enterprise Rd. E. #12 Clearwater, FL 33759
Dorothy K. Owens	2787 Enterprise Rd. E. #12 Clearwater, FL 33759
Kathy M. Owens	7501 142 nd Ave. #410 Largo, FL 33677

ARTICLE VII. - INCORPORATOR

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

NAME	ADDRESS
Charles S. Owens, III	2787 Enterprise Rd. E. #12 Clearwater, FL 33759

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this

7th day of February 2001.



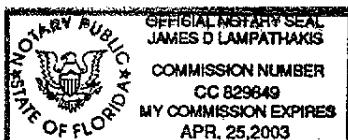
CHARLES S. OWENS, III

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHARLES S. OWENS, III, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and who has produced La. DL. as identification, # _____, expiring on _____.

IN WITNESS WHEREOF, I hereunto set my hand and affix my official seal in the State and County last aforesaid this 7th day of February, 2001.

(SEAL)





NOTARY PUBLIC, State of Florida

My commission expires: _____

Printed name: _____

Serial /Commission# _____