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LAW OFFICES OF  
ERIC M. GLAZER, P.A.

Corporate Place  
1920 East Hallandale Beach Boulevard  
8th Floor  
Hallandale, FLORIDA 33009  
(954) 455-1666 - FAX (954) 455-4727

Eric M. Glazer  
Michael A. Rajtar

01 AUG -7 AM 9:59  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

July 31, 2001

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

RE: American Wire Group, Inc.

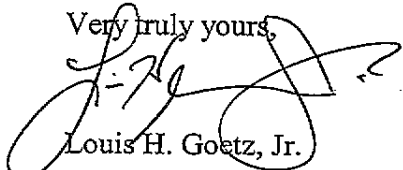
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Madam and/or Sir:

Enclosed herein, please find the Articles of Incorporation for American Wire Group, Inc., which needs to be filed with the Secretary of State. Additionally, please also find a check from our trust account in the amount of \$78.75 to cover the costs of filing these articles (\$35.00 filing fee; \$35.00 Registered Agent Designation; \$7.75 Certified Copy). Upon filing these articles please forward a certified copy of same to this office.

Thank you very much for your time and consideration in this regard.

Very truly yours,

  
Louis H. Goetz, Jr.  
Sr. Litigation Paralegal

T. Burch AUG 13 2001

**ARTICLES OF INCORPORATION  
OF  
AMERICAN WIRE GROUP, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be **AMERICAN WIRE GROUP, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE II. PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be 1920 East Hallandale Beach Boulevard, Suite 638, Hallandale Florida 33009. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors or Stockholders.

ARTICLE III. PURPOSE

The general nature of the business to be transacted by the corporation shall include any or all lawful business with all powers conferred upon Corporations by the Laws of the State of Florida. The corporation may adopt, change, amend and repeal By-laws, not inconsistent with law or its Certificate of Incorporation, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer on its records of its stock or other evidence of interest or membership, and the calling and holding of meetings of its Stockholders. The corporations may also increase or diminish, by vote of its Stockholders, Shareholders, or members, cast as the By-laws may direct, the number of Directors, managers or trustees, provided, that the number shall never be less than one (1). Further, the corporation may make and enter into all contracts necessary and proper for the conduct of its business.

ARTICLE IV. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares of Five (\$5.00) Dollars par value. Initially, same shall be distributed 100% to ROBERT NEIL DORFMAN .

ARTICLE V. EXISTENCE.

The corporation shall have perpetual existence.

ARTICLE VI. BEGINNING DATE

The date when the corporation existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereon, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The Initial Registered Agent and street address are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
ERIC M. GLAZER	1920 East Hallandale Beach Blvd. Hallandale, Florida 33009

ARTICLE VIII. INCORPORATOR AND STREET ADDRESSES

The name and street address of each of the incorporators to these Articles of Incorporation are as follows:

NAME

STREET ADDRESS

ROBERT NEIL DORFMAN

1920 East Hallandale Beach Boulevard,  
Suite 638, Hallandale Florida 33009.

ARTICLE IX. INITIAL BOARD OF DIRECTORS AND STREET  
ADDRESSES

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence, or, until their successors are elected or appointed and have qualified, is as follows: There shall at no time be less than (1) director.

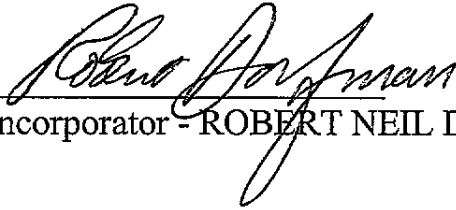
NAME

STREET ADDRESS

ROBERT NEIL DORFMAN

1920 East Hallandale Beach Boulevard,  
Suite 638, Hallandale Florida 33009.

THE UNDERSIGNED INCORPORATOR has executed these Articles of Incorporation this 25<sup>th</sup> day of July, 2001.

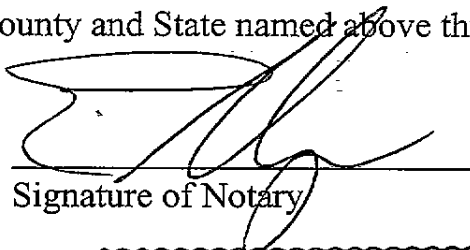


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Signature of Incorporator - ROBERT NEIL DORFMAN

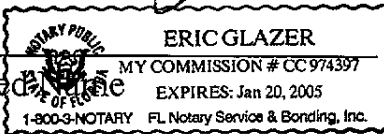
STATE OF FLORIDA )  
COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared ROBERT NEIL DORFMAN who produced Illinois Domestic 0615-7745-2327 as identification, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 25<sup>th</sup> day of July, 2001.



\_\_\_\_\_  
Signature of Notary

Printed Name  ERIC GLAZER  
MY COMMISSION # CC 974397  
EXPIRES: Jan 20, 2005  
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

**CERTIFICATE OF DESIGNATING OF  
REGISTERED AGENT/ REGISTERED OFFICE OF  
AMERICAN WIRE GROUP, INC.**

Pursuant to the provisions of Section 607.0501 or 617.050, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida:

1. The name of the Corporation is **AMERICAN WIRE GROUP, INC.**
  
2. That **AMERICAN WIRE GROUP, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Hallandale, County of Broward, State of Florida, has named ERIC M. GLAZER, 1920 East Hallandale Beach Blvd., Hallandale, Florida 33009, County of Broward, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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 I am familiar with and accept the obligations of my position as registered agent.

Dated this 25<sup>th</sup> day of July, 2001.

By: \_\_\_\_\_

ERIC M. GLAZER

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA