

LARRY K HOOPER
CERTIFIED PUBLIC ACCOUNTANT
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HOMESTEAD, FL 33030
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P01000122069

December 21, 2001

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

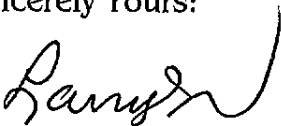
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Dear Sir/Madam:

Enclosed please find the Articles of Incorporation and filing fees for C. Hooper, Inc.. Please file the Articles with an effective date on or after January 1, 2002.

If you have any questions or are in need of any additional information please let me know.

Sincerely Yours:



Larry K. Hooper C.P.A.

FILED
DEC 26 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
01-01-02

01/18/31

ARTICLES OF INCORPORATION

OF

C. Hooper, Inc.

THIS IS TO CERTIFY, that we the undersigned do hereby associate ourselves into a corporation pursuant to the provisions of the Laws of the State of Florida, providing for the formation of corporations for profit, and for the purposes and with the powers hereinafter mentioned; and, to that end, we do by this Certificate set forth:

ARTICLE I. NAME

That the name of this corporation shall be:

C. Hooper, Inc.

ARTICLE II. NATURE OF BUSINESS

The primary nature of this corporations business will be to act as a sales agent for industrial supplies at the wholesale level. This corporation may also engage or interact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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SECRETARY OF STATE
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ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. INITIAL CAPITAL

That the amount of capital with which this corporation will begin business shall be One hundred Dollars (\$100.00) based on the issuance of 100 of its authorized shares at the \$1.00 per share par value.

ARTICLE V. REGISTERED AGENT

The name of the initial registered agent of the corporation is Christopher W. Hooper, whose address is 3417 Native Dancer Trail Tallahassee, Florida 32309. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Christopher W. Hooper, Registered Agent

ARTICLE VI. TERM OF EXISTENCE

That the term for which this corporation shall exist shall be perpetual.

ARTICLE VII. ADDRESS

That the address of the principal office of the corporation in the State of Florida is: 3417 Native Dancer Trail, Tallahassee, FL 32309.

The Board of Directors may from time to time move the principal office to any other address in Florida and it may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. Said corporation shall have the power to conduct its business outside the State of Florida, or in any or all the states and territories of the United States, including the District of Columbia and in any or all foreign countries and may have one or more offices in any said places.

FILED
01 DEC 26 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. OFFICERS and DIRECTORS

That this corporation shall have two officers and directors initially. The number of officers and directors may be increased or diminished from time to time by-laws adopted by the stockholders.

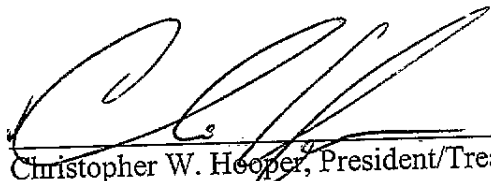
ARTICLE IX. INITIAL DIRECTORS AND OFFICERS

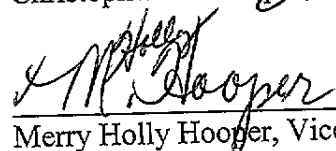
That the name and address of the first Board of Directors and officers, whom are of full age and whom, subject to the by-laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporations' existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Christopher W. Hooper	3417 Native Dancer Trail Tallahassee, FL 32309	President Treasurer
Merry Holly Hooper	3417 Native Dancer Trail Tallahassee, FL 32309	Vice President Secretary

ARTICLE X. AMENDMENTS

Those Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of directors, proposed by them to the stockholders and approved at the stockholders' meetings by majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation made.


Christopher W. Hooper, President/Treasurer


Merry Holly Hooper, Vice President/Secretary