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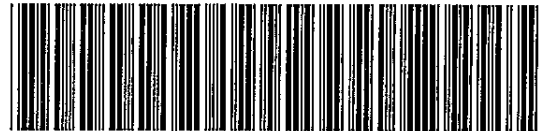
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
CLERK OF STATE
IN THE OFFICE OF THE
03 SEP 22 PM 3:01

9-26-03
mi

Joseph L. Maher III

Certified Public Accountant

2880 NW Boca Raton Blvd

Boca Raton, FL 33431

PHONE: (561) 750-5099

FAX: (561) 750-5419

September 19, 2003

Florida Department of State

Division of Corporations

New Filing Section

P.O. Box 6327

Tallahassee, Florida 32314

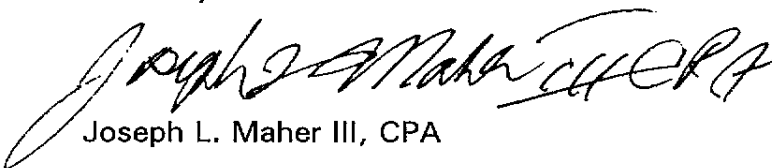
RE: All State Tool and Supply, Inc.

Dear Sir:

I have enclosed for processing the Articles of Incorporation of All State Tool and Supply, Inc., and a check for seventy-eight (\$ 78.75) to cover the filing fees.

Also enclosed is the Certificate of Registered Agent. If everything is in order, please send approvals, certified copy, and copy of the law on corporations to me at the address shown above.

Sincerely

A handwritten signature in black ink, appearing to read "Joseph L. Maher III", is written over the typed name.

Joseph L. Maher III, CPA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 SEP 22 PM 3:01

ARTICLES OF INCORPORATION

I, the undersigned, a natural person competent to contract, do hereby make, subscribe, and file these articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is:

All State Tool and Supply, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

155 N.E. 2nd Ave
Deerfield Beach, FL 33441

ARTICLE III - PURPOSE

This corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated as iCommon Sharesj.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

This Corporations Initial Registered Agent and Registered Office in the State of Florida shall be:

Bradley Bush
1545 NW 11th Street
Boca Raton, FL 33486

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) director at any time.

ARTICLE VII - INITIAL DIRECTORS

The name and address of the initial Director is:

Bradley Bush
1545 NW 11th Street
Boca Raton, FL 33486

ARTICLE VIII - INCORPORATOR

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

Jay Maher III, CPA
2880 NW Boca Raton Blvd
Boca Raton, FL 33432

ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price, which it is offered to others.

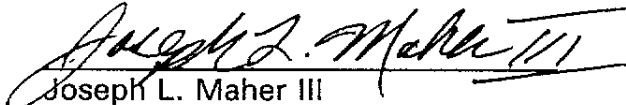
ARTICLE X - IDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

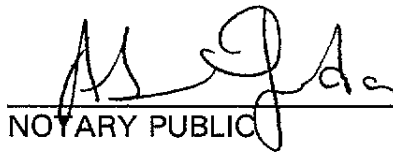
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.


Joseph L. Maher III
Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public, authorized to take acknowledgements in the State and County se forth above, personally appeared JOSEPH L. MAHER III known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid this 19th day of September, 2003


NOTARY PUBLIC



Adriana Guardia
Commission # CC 928917
Expires April 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

03 SEP 22 PM 3:01

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

* * * * *

The following is submitted in compliance with Chapter 49.091, Florida Statutes:

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 155 N.E. 2nd Avenue, in the city of Deerfield Beach, County of Broward, State of Florida, as its agent to accept Service of Process within the State of Florida.

Dated: September 19, 2003

OFFICER:



Bradley Bush
President

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

FILING FEE: \$ 78.50