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**ARTICLES OF INCORPORATION
of
WOC INTERNATIONAL CORPORATION**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be **WOC INTERNATIONAL CORPORATION**

ARTICLE II

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS: The corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV

CAPITAL STOCK: This corporation shall be authorized to issue one thousand (1,000) shares of \$1.00 par value common stock. The shares shall not be divided into classes, nor may this corporation issue preferred stock without an amendment to its Articles of Incorporation.

ARTICLE V

ADDRESS: The mailing address and street address of the initial principal office of the corporation shall be PO Box 771893, Coral Springs, FL 33077.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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H04000213996 3

H04000213996 3

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent of this corporation shall be: MITCHELL D. ADLER, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, FL 33020.

ARTICLE VII

DIRECTORS: The corporation shall have two (2) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successor(s) have been elected and qualified are:

NAME*Patrick Shelow**Thomas Balke***ADDRESS***12180 Eagle Trace Blvd. N.
Coral Springs, FL 33071**2215 Harbor Drive
Houston, TX 77020***ARTICLE IX**

OFFICERS: The name and titles of the Officers to these Articles of Incorporation are as follows:

NAME*Patrick Shelow**Thomas Balke***TITLE***President & Treasurer**Vice President & Secretary*

H04000213996 3

H04000213996 3

ARTICLE X

INCORPORATOR: The name and address of the incorporator to these Articles of Incorporation is as follows:

NAME

MITCHELL D. ADLER

ADDRESS

**c/o Abrams Anton P.A.
2021 Tyler Street
Hollywood, FL 33020**

ARTICLE XI

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XII

POWERS: This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XIII

MEETINGS BY CONFERENCE TELEPHONE: Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIV

ACTION BY DIRECTORS WITHOUT A MEETING: The directors of this corporation may take action by written consent, as provided by law.

H04000213996 3

H04000213996 3

ARTICLE XV

INDEMNIFICATION: This corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holder of such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

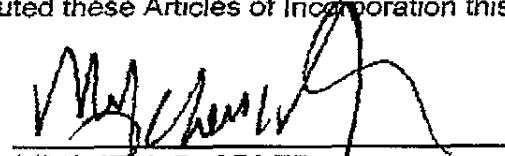
ARTICLE XVI

BYLAWS: The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders specifically provided such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XVII

PREEMPTIVE RIGHTS: Each shareholder of the corporation shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of October, 2004.


MITCHELL D. ADLER

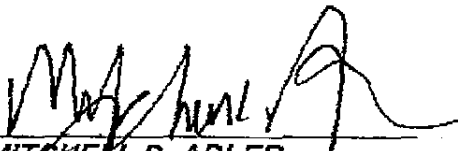
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ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for **WOC INTERNATIONAL CORPORATION** at the place designated in the Articles of Incorporation, I agree to act in this capacity, I 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 duties and obligations of the Registered Agent.

Dated: October 26, 2004.


MITCHELL D. ADLER

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