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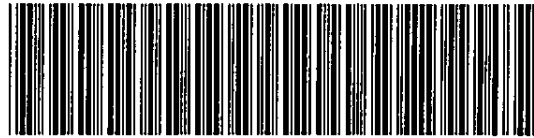
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JOEL REINSTEIN
JOEL@REINSTEINLAW.COM

LAW OFFICES
OF
JOEL REINSTEIN, P.A.
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June 8, 2007

FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: CARPLES FAMILY CORP.

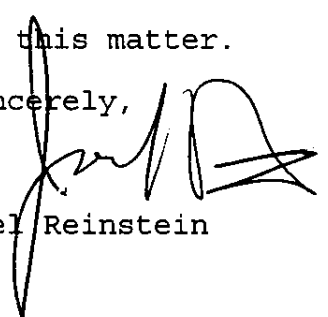
Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation, together with our check representing your \$78.75 filing fee.

Also enclosed is an additional copy of the Articles. Please provide the undersigned with a stamped "filed" copy in the enclosed envelope.

Thank you for your cooperation in this matter.

Sincerely,


Joel Reinstein

JR/wsm
Enclosures-check
cc: Mrs. Florence L. Carples
Mr. David Carples
Mr. Steven Carples
Ruth Wiener, Vice President

StateIncCarples.ltr

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ARTICLES OF INCORPORATION

OF

CARPLES FAMILY CORP.

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ARTICLE I

The name of the corporation is CARPLES FAMILY CORP. (hereinafter called the "Corporation"), and the address of the principal office and the mailing address of the Corporation is 401 E. Linton Blvd., Apt. 553, Delray Beach, FL 33483.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and Chapter 607, Florida Statutes.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
7,500	\$1.00	Common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is 401 E. Linton Blvd., Apt. 553, Delray Beach, FL 33483, in the County of Palm Beach, and the name of its initial registered agent at such office is Florence L. Carples.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

Florence L. Carples
401 E. Linton Blvd., Apt. 553
Delray Beach, FL 33483

Mr. David Carples
7804 Foxgate Court
Bethesda, MD 20817

Mr. Steven Carples
11450 Aspen Way
Minnetonka, MN 55305

ARTICLE VI

The name of the Incorporator is Florence L. Carples and the address of the Incorporator is Florence L. Carples, 401 E. Linton Blvd., Apt. 553, Delray Beach, FL 33483.

ARTICLE VII

This Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 5th day of June, 2007.

Florence L. Carples
FLORENCE L. CARPLES

STATE OF Conn.)
COUNTY OF Hartford) ss: West Hartford

BEFORE ME, the undersigned authority, personally appeared FLORENCE L. CARPLES, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 5th day of June, 2007.

Katharine Landry
Notary Public

My commission Expires: 1/3/2009

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of CARPLES FAMILY CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

Florence L. Carples
Florence L. Carples
Registered Agent

DATED: 6/5/07, 2007

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ARTICLES, INC
CARPLESFAMILYCORP, INC