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P.O. BOX 7564
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THOMAS C. FLOYD*
ROBERT O. SAMMONS
*(OF COUNSEL)

AKKA CODE D13
TELEPHONE 293-3801
FACSIMILE 299-3469

March 2, 1995

Corporate Record Bureau
Division of Corporations
Department of State
The Capitol, P. O. Box 6327
Tallahassee, Florida 301

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-03/02/95--01064--012
*****70.00 *****70.00

RE: AMERICAN SEALANT INTERNATIONAL, INC.

Gentlemen:

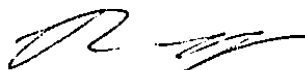
I am enclosing the original and one executed copy of proposed articles of incorporation for AMERICAN SEALANT INTERNATIONAL, INC., together with a certificate designating resident agent. Please approve and file the originals and return a certified copy to me.

Also enclosed is my check payable to you for your charges as follows:

Filing Fee	\$ 35.00
Filing Registered Agent's Certificate	\$ 35.00
TOTAL	<u>\$ 70.00</u>

Please let us know if anything further is required.

Sincerely,



Robert O. Sammons

ROS/jes
Enclosures

D. BROWN MAR - 6 1995

ARTICLES OF INCORPORATION
OF

FILED
95 MAR -3 AM 11:58
TALLAHASSEE, FLORIDA

AMERICAN SEALANT INTERNATIONAL, INC.

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

ARTICLE I. NAME

The name of this corporation is: AMERICAN SEALANT INTERNATIONAL, INC.

ARTICLE II. CAPITAL STOCK

This corporation shall have one class of stock with unlimited voting rights and the right to receive the net assets of the corporation upon dissolution. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with a par value of \$1.00. The consideration to be paid for each share shall be as fixed by the Board of Directors.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpotually, beginning with the time of signing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV. INITIAL PRINCIPAL OFFICE AND

The street address of the initial principal office of the corporation in the State of Florida is 5665 Cypress Gardens Blvd., Suite 5009, P. O. Box 1400, Winter Haven, FL 33882. The Board of Directors may from time to time move the principal office to any other address.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1556 Sixth Street, SE, Winter Haven, Florida 33880, and the name of the corporation's initial registered agent at that address is Robert O. Sammons. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws. The name and street address of each member of the first Board of Directors is:

Name

Address

Miguel Diaz

5665 Cypress Gardens Blvd., Ste 5009
Winter Haven, Florida

Members of the first Board of Directors shall serve until their successors are elected or appointed and have qualified.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name

Address

Miguel Diaz

5665 Cypress Gardens Blvd., Ste 5009
Winter Haven, Florida

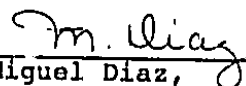
Executed this 1 day of February, 1995.

M. Diaz
Miguel Diaz, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

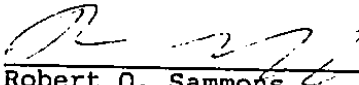
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

That AMERICAN SEALANT INTERNATIONAL, INC., desiring to
organize under the laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation,
at the City of Lakeland, County of Polk, State of Florida, has
named, Robert O. Sammons, located at 1556 Sixth Street, SE,
Winter Haven, Florida 33880, Polk County, Florida, as its agent
to accept service of process within this state.


Miguel Diaz,
Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation, at the place designated in this certifi-
cate, I hereby accept to act in this capacity and agree to
comply with the provision of said act relative to keeping open
said office. I am familiar with, and accept, the obligations of
that position.


Robert O. Sammons
Registered Agent

FILED
CLERK - D
MAY 11 1958
TALLAHASSEE, FLORIDA