

P 95000030422

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March 6, 2002

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

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*****53.25 *****52.50

Re: Product Quest Manufacturing, Inc., 100 Modern Age Blvd., Holly Hill, FL 32117
FEI No.: 593320892

Dear Division of Corporations:

Please find enclosed a Restatement of Articles of Incorporation of Product Quest Manufacturing, Inc. Also enclosed is a fee for filing the restated Articles, for obtaining a certified copy of the Articles, and a certificate of status of Product Quest Manufacturing, Inc. Please send requested documents to Dean G. Pepe, Attorney at Law, 213 Silver Beach Avenue, Daytona Beach, FL 32118.

Sincerely,



Dean G. Pepe, Attorney at Law for Product Quest Manufacturing, Inc.
DGP:ko
Enclosures

cc: John Regan

FILED
02 APR 10 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rstart
T. Lewis 4/10/02

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April 8, 2002

Thelma Lewis
Corporate Specialist Supervisor
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Product Quest Manufacturing, Inc.
Reference No.: P95000030422

Dear Ms. Lewis:

Please find attached the Restated Articles of Incorporation along with the additional Certification of the Restated Articles, pursuant to Section 607.1007(4) of the Florida Statutes, that you requested.

If you have any further questions, don't hesitate to give me a call.

Sincerely,



Dean G. Pepe
DGP/ko
Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 13, 2002

DEAN G. PEPE, ESQ.
PAPPAS, RUSSELL & PEPE, P.A.
213 SILVER BEACH AVENUE
DAYTONA BEACH, FL 32118

SUBJECT: PRODUCT QUEST MANUFACTURING, INC.
Ref. Number: P95000030422

We have received your document for PRODUCT QUEST MANUFACTURING, INC. and check(s) totaling \$53.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Restated Articles of Incorporation for a Florida profit corporation are filed pursuant to section 607.1007, Florida Statutes.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The date of adoption of each amendment must be included in the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Corporate Specialist Supervisor

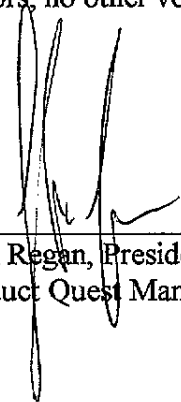
Letter Number: 502A00015197

Certification of the Restated Articles of Incorporation
of Product Quest Manufacturing, Inc.,
Executed January 1, 2000

FILED
02 APR 10 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007(4) of the Florida Statutes, John Regan, President of Product Quest Manufacturing, Inc., as executed below, states the following:

- (a) The restatement contains an amendment to the articles requiring shareholder approval;
- (b) Pursuant to Section 607.1006 of the Florida Statutes, the text of the amendment is attached as a complete restatement of articles of incorporation of Product Quest, executed on the 1st day of January, 2000;
- (c) Amendment does not provide for an exchange, reclassification or cancellation of issued shares;
- (d) Amendment was adopted January 1, 2000; the amendment was adopted unanimously by the three voting shareholders and the Board of Directors; no other voting group was entitled to vote separately.



John Regan, President/Shareholder
Product Quest Manufacturing, Inc.

RESTATEMENT OF ARTICLES OF INCORPORATION
OF PRODUCT QUEST MANUFACTURING, INC.

The undersigned subscriber, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be PRODUCT QUEST MANUFACTURING, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation in the State of Florida shall be 100 Modernage Boulevard, Holly Hill, FL 32117. The shareholders from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having no par value per share. Of the one thousand (1,000) shares there are two (2) classes of common stock as follows:

- 800 shares, Class A, voting common stock.
- 200 shares, class B, non voting common stock.

The authority to authorize and issue all classes of capital stock is reserved exclusively by the shareholders.

ARTICLE V - REGISTERED AGENT

The name of the registered agent for the corporation shall be John Regan. The street address of the registered office shall be 100 Modern Age Boulevard, Holly Hill, FL 32117.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation began business was One Hundred Dollars and 00/100 (\$100.00).

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have one (1) director. The name and street address of the initial director and initial members of the Board of Directors is John Regan, 100 Modernage Blvd., Holly Hill, FL 32117.

ARTICLE IX - INCORPORATED

The name and street address of the incorporator of the Articles of Incorporation is John Regan, 100 Modernage Blvd., Holly Hill, FL 32117.

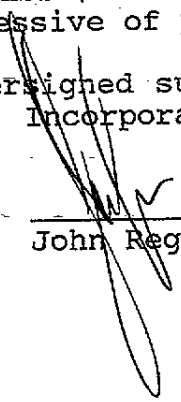
ARTICLE X - POWERS

The shareholders reserve the exclusive right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto. Any and all powers of the Board of Directors are reserved by the share holders. (i.e. The Board of Directors cannot act in any regard without the approval of the share holders)

ARTICLE XI - PREEMPTIVE RIGHTS

Every shareholder, and upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others; which price in the case of no par value shares may be in excessive of par.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Restatement of Articles of Incorporation this 1st day of January, 2000.



John Regan