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A PROFESSIONAL ASSOCIATION

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April 12, 1995

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Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

Re: Industrial Enterprises, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing fee	\$	35.00
Certified copy	\$	52.50
Registered Agent fee	\$	35.00
TOTAL	\$	122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

MONACO, CARDILLO & KEITH, P.A.


Peter J. Tinch

PJT:llc

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INDUSTRIAL ENTERPRISES, INC.

ARTICLE I

The name of this corporation shall be:
INDUSTRIAL ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

The corporation may engage in any activity or business and perform all of the powers and privileges granted corporations under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be five hundred (500) shares with a par value of One Dollar (\$1.00) and shall be classified as follows:

Series A	Voting	500 Shares
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ARTICLE IV

This corporation shall begin business with a capital of not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The name and address of the corporation's initial registered agent is: ROSA H. WHITE, 2027 16th Avenue, S.W., Naples, Florida 33999.

ARTICLE VII

The principal place of business of this corporation shall be located at: 2027 16th Avenue, S.W., Naples, Florida 33999, and may have such other places of business within and without the State of Florida, or in foreign countries as may be necessary or

convenient, and as may be determined by the Board of Directors of this corporation.

ARTICLE VIII

The business of this corporation shall be conducted by the Board of Directors, which shall number no less than one (1), nor more than five (5); the exact number to be determined by the By-Laws of the corporation.

ARTICLE IX

The names and addresses of the Directors of this corporation who should hold office unless otherwise provided in the duly adopted By-Laws of this corporation for the first year of existence of the corporation or until their successors are elected and qualified, are as follows:

ROSA H. WHITE
2027 16th Avenue, S.W.
Naples, FL 33999

JAVIER TORRES
2027 16th Avenue, S.W.
Naples, FL 33999

HAROLD W. WHITE
2027 16th Avenue, S.W.
Naples, FL 33999

ARTICLE X

The names and post office addresses of the President, Vice-President, Secretary and Treasurer, who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporation By-Laws are as follows:

ROSA H. WHITE	President	2027 16th Avenue, S.W. Naples, FL 33999
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HAROLD W. WHITE	Vice-President	2027 16th Avenue, S.W. Naples, FL 33999
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JAVIER TORRES	Secretary/ Treasurer	2027 16th Avenue, S.W. Naples, FL 33999
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ARTICLE XI

The name and address of the subscriber of these Articles of Incorporation is as follows:

ROSA H. WHITE
2027 16th Avenue, S.W.
Naples, FL 33999

ROSA H. WHITE, the undersigned, being the original subscriber and incorporator of the foregoing corporation, does hereby certify that the foregoing constitutes the charter of the above corporation.

Witness my hand and seal this 6th day of April, 1995.

Rosa H. White
ROSA H. WHITE

STATE OF FLORIDA,
COUNTY OF COLLIER,

Before me, the undersigned Notary Public, personally appeared ROSA H. WHITE, personally known to me to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that she executed and subscribed to the same for the purposes therein expressed.

Subscribed and sworn to before me on this 6th day of April, 1995.

Laura A. Casey
NOTARY PUBLIC

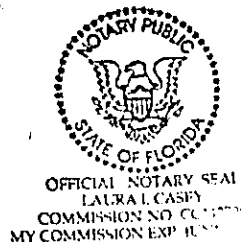
My Commission Expires:

(SEAL)

MONACO, CARDILLO & KEITH, P.A.
Attorneys at Law
3550 South Tamiami Trail
Naples, Florida 33962-4999
(813/774-2229)

By

Peter J. Tincer
PETER J. TINCER



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:

FIRST: That INDUSTRIAL ENTERPRISES, INC. desires to organize
under the laws of the State of Florida with its principal place of
business as indicated in the Articles of Incorporation at 2027 16th
Avenue, S.W., Naples, Collier County, Florida 33999, and has named
ROSA H. WHITE as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation at the place designated in this
Certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping open
said office.



ROSA H. WHITE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA