

P95000035715

Please return filed charter to us in the paid
UPS next day air envelope.

Thank you.

(If unable to use UPS next day air service, kindly
return filed charter to us via US Mail.)

FILED
1995 MAY -2 PM 1:55
SEAL OF THE STATE
TALLAHASSEE, FLORIDA

#####

Any questions, please contact:

Marc E. Barlow

or

Gary S. Rubinson

@ 813/539-0100

400001472694
-05/03/95--01036--020
****122.00 ****122.00

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 05-03-95 BY 60322
813-539-0100

AL MEDIA
1401H AVE 109
TALLAHASSEE FL 32302

SDG

ARTICLES OF INCORPORATION
[CHARTER]
OF
TRIAD SPECIALTIES INC.

FILED
1935 MAY -2 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned director, acting on behalf of and for the shareholders and directors of TRIAD SPECIALTIES INC., adopts the following Articles of Incorporation [Charter] for such corporation pursuant to unanimous approval and declaration of the shareholders and directors of such corporation under the Florida General Corporation Act.

ARTICLE I. NAME

The name of this corporation (hereinafter referred to as the "corporation") is: TRIAD SPECIALTIES INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this corporation shall be to engage in any activities of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation shall be authorized to issue One Thousand (1,000) shares of common stock at a one dollar (\$1.00) par value.

This corporation shall be authorized to issue One Hundred

Thousand (100,000) shares of non-voting preferred stock at a one dollar (\$1.00) par value. The preferred stock of the corporation may be repurchased on demand by the corporation upon approval of a vote of a majority of the shareholders.

All said capital stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors of the corporation.

Any transaction relating to the corporation's capital stock, either common or preferred, including but not limited to the sale, resale, purchase, repurchase, transfer, hypothecation, subordination or pledge of said stock, shall be approved by the shareholders prior to such transaction.

ARTICLE V. INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE
AND REGISTERED AGENT

The initial registered office and principal office of this corporation is:

13575 58th Street, North
Suite 111
Clearwater, FL 34620-3721

The initial Registered Agent and Registered Agent's address for this corporation is:

Nancy L. Robinson
13575 58th Street, North
Suite 111
Clearwater, FL 34620-3721

ARTICLE VI. INCORPORATOR

The name and address of the initial incorporator of this corporation is:

Nancy L. Robinson
13575 58th Street, North
Suite 111
Clearwater, FL 34620-3721

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially.
The number of directors may be either increased or decreased from
time to time by vote of the shareholders of the corporation.

The name and address of the initial director of this
corporation is:

Nancy L. Robinson
13575 58th Street, North
Suite 111
Clearwater, FL 34620-3721

ARTICLE VIII. INITIAL OFFICERS

The name and address of the initial officer of this
corporation is:

Nancy L. Robinson
President,
Secretary, and
Treasurer
13575 58th Street, North
Suite 111
Clearwater, FL 34620-3721

ARTICLE IX. SHAREHOLDER MEETINGS, QUORUM AND VOTING

A majority of the shareholders present shall constitute a
quorum for a meeting of the shareholders of the corporation.
If a quorum is present, the affirmative vote of the majority of
those present at a properly called meeting shall constitute an
act of the shareholders. In the event that a shareholder
abstains from voting on any matter or matters, the majority of

those voting shall constitute an act of the shareholders of the corporation.

Meetings of the shareholders may be called by any shareholder or director provided proper notice of at least thirty days is given in writing to each shareholder. Shareholders who are unable to attend any meeting may execute a revocable proxy to be voted in the absence of the shareholder.

The Annual Meeting of the Shareholders shall normally be held at some day which falls within the first four months of the calendar year.

ARTICLE X. BOARD OF DIRECTORS MEETINGS, QUORUM AND VOTING

A majority of the directors present shall constitute a quorum for a meeting of the board of directors of the corporation. If a quorum is present, the affirmative vote of the majority of those present at a properly called meeting shall constitute an act of the directors. In the event that a director abstains from voting on any matter or matters, the majority of those voting shall constitute an act of the directors of the corporation.

ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal the Articles of Incorporation [Charter] of this corporation shall be vested in the shareholders of the corporation. A majority vote of the shareholders at a properly called meeting shall be required for any change to the Articles of Incorporation [Charter.]

ARTICLE XII. BYLAWS

The corporation's shareholders shall adopt Bylaws if and as needed and deemed appropriate to the functioning of the corporation. Such Bylaws may be adopted, altered, amended or repealed upon majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned director has executed these Articles of Incorporation [Charter] this 1st day of May, 1995.

TRIAD SPECIALTIES INC.

By: Nancy L. Robinson
Nancy L. Robinson,
Director,
as Incorporator of the corporation

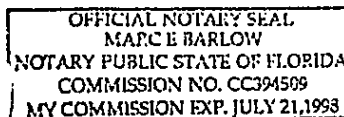
State of Florida)
County of Pinellas)

This foregoing instrument was acknowledged before me, a Notary Public, this 1st of May, 1995, by Nancy L. Robinson.

Marc E Barlow
Notary Public

[X] Personally known.

[SEAL]



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

The following is submitted in compliance with Florida Statute
607.034:

That TRIAD SPECIALTIES INC., desiring to organize under the laws
of the State of Florida with its principal office as indicated in
the Articles of Incorporation [Charter] at 13575 58th Street,
North, Suite 111, Clearwater, Florida 34620-3721, County of
Pinellas, State of Florida, has named Nancy L. Rubinson, located
at 13575 58th Street, North, Suite 111, Clearwater, Florida
34620-3721, as its Registered Agent to accept service of process
within the State.

Acknowledgement:

Having been named as Registered Agent to accept service of
process for TRIAD SPECIALTIES INC., at the place designated in
this certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said statute.

TRIAD SPECIALTIES INC.

By: Nancy L. Rubinson
Nancy L. Rubinson,
as Registered Agent

State of Florida)
County of Pinellas)

This foregoing instrument was acknowledged before me, a Notary
Public, this 1st day of May, 1995, by Nancy L.
Rubinson.

Mallory
Notary Public

[SEAL]

[X] Personally known.

