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FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPE TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE 911 CHESTNUT P.O. BOX 1364

STATE OF FLORIDA

409 BAST GAINES STREET

CLEARWATER FL 34617-00000 8-0000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. (((11950000015942)))

NAME: HUENINK VENTURES, INC.

PAX AUDIT NUMBER: H95000005942 **CURRENT STATUS: REQUESTED**

DATE REQUIDO: 05/26/1995 TIME REQUESTED: 09:21:51

CERTIFIED COPIES: 1

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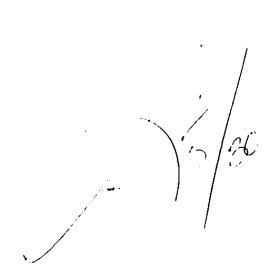
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(((1195000005942)))

Client # 34332. 92860





ARTICLE I - Name and Address

The name of this corporation is HUENINK VENTURES, INC. The mailing address of the corporation is: 4613 Hesperides, Tamps, Florida 33614. The address of the corporation's principal office is 4613 Hesperides, Tamps, Florida 33614.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Canital Stock

This corporation is authorized to issue 7,500 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Dollar (\$1.00).

ARTICLE IV - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - Initial Registered Office and Asent

The street address of the initial registered office of this corporation is 911 Chestnut Street, Clearwater, Florida 34616, and the name of the initial registered agent of this corporation at that address is E. D. ARMSTRONG III.

E. D. Armstrong III, Esq.
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, FL 34616
(813) 461-1818
Florida Bar No. 0349739

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ARTICLE VI - Incorporator

The name and address of the person signing these Articles is:

Name

Address

E. D. ARMSTRONG III

911 Chestnut Street Clearwater, Florida 34616

ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHERBOF, the undersigned incorporator has executed these

Articles of Incorporation this 26 day of Mess.

.D. ARMSTRONG III

0070918.01(cab) (5/25/95-41)

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CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, HUENINK VENTURES, INC., desiring to organize under the laws of the State of Florida, hereby designates E. D. ARMSTRONG III, located at 911 Chestnut Street, Clearwater, Florida 34616, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Pla. Stat. §48.091(2) relative to maintaining an office for the service of process.

E. D. ARMSTRONG III

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