

P95000050603

Sealco Group, Inc.

Secr. of State
Div. of Corporations
P.O.Box 6327
Tallahassee, FL 32314

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-06/27/95--01021--011
***122.50 ***122.50

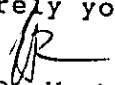
Incorporation of
Florida U.S. Sunset, Inc.

Ladies and Gentlemen:

Please find enclosed a check in the amount of \$122.50
cover costs for incorporation of the above mentioned
corporation.

If there should be any questions, please call Ms. Wack
at 941/368-6160 or write to the below address in Lehigh
Thank you.

Sincerely yours,


Rose B. Wack

03 JUN 27 PM 2:16
SECRET
TALLAHASSEE, FLORIDA

u/s
17

GERMANY

Industrie Str. 10, 86558 Hohenwart
Tel: (49) 08445 8092 Fax: (49) 08445 8105

U.S.A.

P.O. Box 512, Lehigh Acres, FL 33970
Tel: (813) 568-6160 Fax: (813) 568-6655

ARTICLES OF INCORPORATION

I. NAME

The name of the corporation is **FLORIDA U.S. SUNSET, INC.**

II. Duration

This corporation shall have perpetual existence commencing on the filing of these Articles with the secretary of State, State of Florida.

III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the state of Florida.

IV. CAPITAL STOCK

This corporation is authorized to issue 100,000 Shares, no par value.

V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 904 Lee Blvd, Ste 104, P.O.Box 512, Lehigh Acres, FL 33970 and the name of the initial registered agent of this corporation at that address is Sealco Group, Inc. Physical address of corporation is 904 Lee Blvd #104, P.O.Box 512 Lehigh Acres, FL 33970-0512.

VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is Rose B. Wack, 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936

VII. INCORPORATOR

The name and address of the person signing these Articles is:
Rose B. Wack, 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936

VIII. AMENDMENT

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

IX. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the board of Directors by means of conference telephone as provided by law.

X. ACTION BY DIRECTORS WITHOUT A MEETING

the Directors of this corporation may take action by written consent, as provided by law.

XI. INDEMNIFICATION

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

XII. By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of June 1995.

STATE OF FLORIDA
COUNTY OF LEE

Before me, a Notary Public, authorized to take acknowledgements in the state and county set forth above, personally appeared Rose B. Wack, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 22nd day of June 1995.


My commission expires:

OFFICIAL NOTARY SEAL
CLIFFORD L. WOODLIFF
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC373283
MY COMMISSION EXP. JUNE 13, 1998

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

FLORIDA U.S. SUNSET, INC.

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at Suite 104 904 Lee Blvd, P.O.Box 512, Lehigh Acres, FL 33970 has named Sealco Group, Inc. 904 Lee Blvd, Suite 104, Lehigh Acres, FL 33936 as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Resident Agent to accept Service of

Process: to keep office open during prescribed hours for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

Sealco Group, Inc.
by: Rose B. Wack, Pres.

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22nd day of June 1995.

Clifford L. Woodliff
Notary public

My commission expires:

OFFICIAL NOTARY SEAL
CLIFFORD L. WOODLIFF
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC573283
MY COMMISSION EXP. JUNE 13, 1998