

P9500051995

LAW OFFICER

Stephen N. Rosenthal

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June 27, 1995

Corporate Records Bureau
Division of Corporations
Dept. of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of Camp Trading Corp.

Gentlemen:

In connection with the above-captioned matter, enclosed please find fully executed original and copy of Articles of Incorporation, together with my check made payable to your order in the sum of \$122.50 representing the cost of filing these Articles.

After the Articles have been filed, please forward certified copy of same directly to the undersigned, together with your Certificate acknowledging the filing of this document.

Thank you for your courtesy and cooperation.

Very truly yours,


STEPHEN N. ROSENTHAL

SNR/ar
Enclosures
corp/camp/1tr.1

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ARTICLES OF INCORPORATION

OF

CAMP TRADING CORP.

I, THE UNDERSIGNED do hereby associate myself for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

CAMP TRADING CORP.

ARTICLE II - PURPOSE

A. To carry on and engage in the business of wholesaling, distributing, purchasing and selling of various types of equipment and materials, including but not limited to, those used in the construction industry both domestically and abroad, including any and all acts necessary or related thereto.

B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit:

One Hundred (100) Shares of Common Stock having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the by-laws of the Corporation and the laws of the State of Florida.

FILED
JAN 23 1963
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

3616-3622 N.W. 2nd Avenue
Miami, FL

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be KAY M. STATZ, and the Registered Office shall be located at 1234 Washington Avenue, Miami Beach, FL 33139 or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the by-laws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Kay M. Statz	President/V.Pres. Secy./Treasurer	3616-3622 N.E. 2nd Ave. Miami, FL

ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of One (1), but not more than five (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
KAY M. STATZ	3616-3622 N.E. 2nd Ave. Miami, FL

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
Kay M. Statz	3616-3622 N.E. 2 Ave. Miami, FL	100	\$1000.00

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being

or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

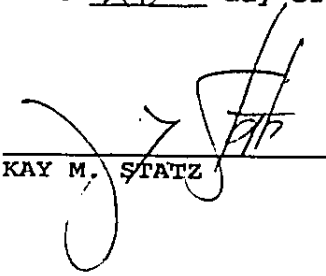
ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

ARTICLE XIV - BY-LAWS

The original By-Laws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the by-laws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the by-laws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the by-laws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami Beach, Dade County, Florida, this 28 day of June, 1995.



KAY M. STATZ (SEAL)

STATE OF FLORIDA)
) .SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this
28 day of June, 1995, by KAY M. STATZ, who is personally known
to me or has produced his drivers license as identification and
who did (did not) take an oath.



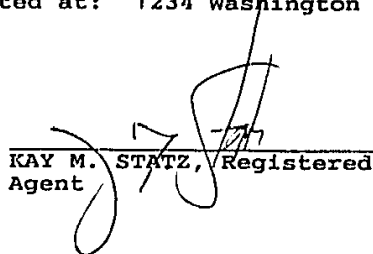
STEPHEN N. ROBERT HALL
My Commission CC331441
Expires Nov. 28, 1997
Bonded by HAI
800-422-1855


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

**CERTIFICATE ACCEPTING DESIGNATION
AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as
Registered Agent of CAMP TRADING CORP. and agree to serve as its
Registered Agent, to accept service of process within the State
as its Registered Office located at: 1234 Washington Avenue,
Miami Beach, Florida 33139.


KAY M. STATZ, Registered
Agent

Corp./Camp.Art

FILED
65 JUN 30 AM 9:26
CLERK OF DISTRICT COURT
MIAMI BEACH, FLORIDA