

THANK YOU
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Your Capital Connection

ARTICLES OF INCORPORATION
OF

BATTERSDOX, INC

FILED
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CLERK OF THE COURT
FLORIDA

ARTICLE I-NAME

The name of this corporation is BATTERSDOX, INC.

ARTICLE II- DURATION

The Corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Secretary of State's Office.

ARTICLE III- PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV- CAPITAL STOCK

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE V- INITIAL CORPORATE OFFICE AND REGISTERED AGENT

The street address of the initial corporate office of the corporation is 19 West Flagler Street, Suite 416, Miami, Florida 33130. The name and address of the initial registered agent for the corporation is Benjamin R. Metsch, 19 West Flagler Street, Suite 416, Miami, Florida 33130.

ARTICLE VI- BY-LAWS

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) Directors. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Helmut R. Tevini	1260 N.E. 83rd Street Miami, Florida 33138
Lydia L. Tevini	1260 N.E. 83rd Street Miami, Florida 33138

ARTICLE VIII- OFFICERS

The officers of the corporation are:

<u>Name</u>	<u>Office</u>
Helmut R. Tevini	President
Lydia L. Tevini	Vice-President/Treasurer

ARTICLE IX- INDEMNIFICATION

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

ARTICLE X- PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the 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 XI- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Benjamin R. Metsch, 19 West Flagler Street, Suite 416, Miami, Florida 33130.

ARTICLE XII- AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 8th day of January, 1996.



BENJAMIN R. METSCH
(Incorporator)

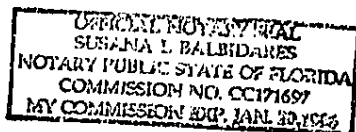
STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared BENJAMIN R. METSCH known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of BATTERSBX, INC., and he acknowledged before me that he 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 9th day of January, 1996.

Susana L. Balbinder
NOTARY PUBLIC, State of Florida

My Commission expires:



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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 8th DAY OF January, 1996.



BENJAMIN R. METSCH