CAPITAL CONNECTION; INC.

17 E. Virginia St., Suke 1, Tallahassee, Fl. 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, Fl. 32302

TOLL FREE No. 1,800, 142-8062

Malling Address: Porte Office Box 10349, Tallahassee, Fl. 32302	RE: Scient Spanish
TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222	98 JAH 23 - FY 2: 45
NAME	C.C. FEE. TALL ANAUSEE FLURIDA Art. of Inc. File Corp. Record Search Ltd. Partnership File Foreign Corp. File
PHONE ()	Art. of Amend. File Dissolution/Withdrawal
Service: Top Priority Regular Two Day Service	
To us via Return via	Name Reservation Annual Report/Reinstatement
Matter No.: Express Mail No	Hog. Agent Service Document Filing
State Fee \$Our \$	Corporate Kit Vehicle Search Driving Record Document Retrieval UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval File No.'s,Copies Courier Service Shipping/Handling
	Phone () Top Priority Express Mail Prep. FAX () pgs.
	SUBTOTALS S S
04/23/9/	FEE
·····	TAX on corporate supplies\$
REQUEST TAKEN CONFIRMED APPROVED	SUBTOTAL\$
TIME 3100 CK No.	PREPAID\$
BY NC	BALANCE DUE

Piease remit Invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

WALK-IN Will Pick Up

ARTICLES OF INCORPORATION

96 JAN 23 TH 2: 45

OF

SECRETACIÓN STATE TALLAHASSES FLORIDA

SELECT SURPLUS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is SELECT SURPLUS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2369 N. 37TH AVENUE, HOLLYWOOD, FL 33021.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Steven C. Weisberg, 2369 N. 37th Avenue, Hollywood, FL 33021.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

STEVEN C. WEISBERG, PRESIDENT, SECRETARY AND DIRECTOR LILIAN SLIVKA, VICE PRESIDENT, TREASURER AND DIRECTOR 2369 N. 37TH AVENUE, HOLLYWOOD, FL 33021.

The undersigned has executed these Articles of Incorporation this 23rd day of January 1996.

"Capital Connection, Inc. by Kim Crosson, Client Representative"

men to the territory dealer connection

CERTIFICATE OF DESIGNATION 96 JAN 23 PH 2: 45 REGISTERED AGENT/REGISTERED OFFIGEURLES UN STATE
TALLAHASSIE, FLORIDA

Pursuant to the provintous of section 607.0501. Florida Statutes, the mentioned corporation, organized under the of the state of florids, aubmits the following statement in designating the registered office/resignatered agent, in the state of Florida,

1. The name of the corporation is: Select Surplus, Inc. 2. The name and atreet address of the registered agent and office is: Steven C. Weisberg

HAVING BEEN NAMED AS RECIBIERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE AFPOINTMENT AS REGISTERED AGENT AND ACREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.