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LAW OFFICES

ROBERT S. LEVY, P.A.
SUITE 502, THE FORUM
1055 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33411-4200

March 13, 1996

TELEPHONE 888-6000
AREA CODE 407

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32399

Re: Integrated Power Products, Inc.

700001745317
-03/15/96--01106--014
***122.50 ***122.50

Gentlemen:

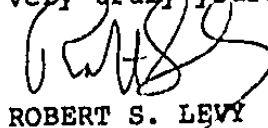
Enclosed herewith for filing please find an original and one (1) copy of Articles of Incorporation in the referenced matter.

Also enclosed please find check in the amount of \$122.50 which we understand is the charge for filing the Articles, for the registered agent designation, and for a certified copy of same.

Please return the certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

If you have any questions, please call the undersigned collect.

Very truly yours,



ROBERT S. LEVY

RSL:mgb
Enclosure

cc: Mr. Thomas Skinner

FILED
MAR 15 1996
TALLAHASSEE, FLORIDA

F. CHESTER MAR 20 1996

ARTICLES OF INCORPORATION
OF
INTEGRATED POWER PRODUCTS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

INTEGRATED POWER PRODUCTS, INC.

ARTICLE II

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

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is SEVEN THOUSAND FIVE HUNDRED (7,500) Shares of common stock having a par value of ONE (\$1) DOLLAR per share, all of which shall be common stock and shall be fully paid and non-assessable. All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the board of directors at a meeting called for that purpose.

FILED
JAN 10 1968
CLERK OF DISTRICT COURT
SOUTH DISTRICT OF FLORIDA
MIAMI, FLORIDA

ARTICLE IV

The amount of capital with which this corporation shall commence business is FIVE HUNDRED (\$500) DOLLARS capital money paid in.

ARTICLE V

The highest amount of indebtedness to which this corporation may obligate itself will be ONE HUNDRED MILLION (\$100,000,000) DOLLARS.

ARTICLE VI

The initial registered office and mailing address of the corporation is:

Suite 502, The Forum
1655 Palm Beach Lakes Boulevard
West Palm Beach, Florida 33401

ARTICLE VII

The number of Directors of this corporation shall be not less than ONE (1) and not more than NINE (9).

ARTICLE VIII

This corporation shall have perpetual existence.

ARTICLE IX

The name and post office addresses of the first board of directors of this corporation who shall hold office for the first year or until successors are chosen, shall be:

ROBERT S. LEVY

Suite 502, The Forum
1655 Palm Beach Lakes Boulevard
West Palm Beach, Florida 33401

ARTICLE X

The name and post office address of each subscriber is:

ROBERT S. LEVY

Suite 502, The Forum
1655 Palm Beach Lakes Boulevard
West Palm Beach, Florida 33401

ARTICLE XI

The private property of the stockholders of this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

ARTICLE XII

These Articles may be amended by resolution setting forth such amendment or amendments adopted at any meeting of the stockholders by a majority vote of all the stock of said corporation then outstanding.

ARTICLE XIII


Stockholders of this corporation may enter into such stockholders and trustees agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders and trustees agreements.

ARTICLE XIV

The registered agent of this corporation shall be:

ROBERT S. LEVY
Suite 502, The Forum
1655 Palm Beach Lakes Boulevard
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, we have hereunto set our hands and
seals and acknowledged same to be filed in the Office of the Sec-
retary of State, State of Florida, the foregoing Articles of In-
corporation, this 13th day of MARCH, 1996.



Robert S. Levy

I UNDERSTAND THE DUTIES AND OBLIGATIONS OF THE REGIS-
TERED AGENT AND HEREBY ACCEPT THIS POSITION.


Robert S. Levy

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

THE FOREGOING was sworn to and acknowledged before me
this 13th day of MARCH, 1996 by ROBERT S. LEVY, who is personally
known to me and who did take an oath.


Name: Marlene Baker
Notary Public, State of Florida
My Commission Expires: 6-18-98



MARLENE BAKER
MY COMMISSION # CC383388 EXPIRES
June 18, 1998
BONDED THRU TROY FAIR INSURANCE, INC.