

MAY-17-96 11:13 AM

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TELEX96 FLORIDA DIVISION OF CORPORATIONS
9:07 AM PUBLIC ACCESS SYSTEM (((H96000006975))) ELECTRONIC FILING COVER
SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H96000006975))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INNOVATIVE PALLETS, INC. FAX AUDIT NUMBER: H96000006975 CURRENT
STATUS: REQUESTED DATE REQUESTED: 05/17/1996 TIME REQUESTED:
09:07:21 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover
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(((H96000006975))) ** ENTER 'M' FOR MENU. **

How for pick up

FILED
96 MAY 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 MAY 17 AM 9:57
DIVISION OF CORPORATIONS

[Handwritten signature]

MAY-17-96 FRI 7:33 AM

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ARTICLES OF INCORPORATION
OF
INNOVATIVE PALLETS, INC.

FILED
96 MAY 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

INNOVATIVE PALLETS, INC.

ARTICLE II

GENERAL PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and Florida; including transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

DURATION

The period of its duration is perpetual.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares, all of one class, at \$1.00 per value.

JOSEPH PACK, ESQ
8876 SHAL CREEK LANE
BOYNTON BEACH, FL 33437
FL BAR# 0284939
407-737-4226

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ARTICLE V

ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is:

8828 Shoal Creek Lane, Boynton Beach, Florida 33437.

ARTICLE VI

DIRECTORS

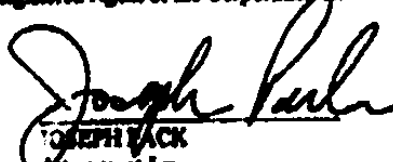
This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Jon Donaldson Cravath	1961 68th Street, NW Rochester, MN 55901
Trist Marden Borgeson	8828 SHOAL CREEK LA BOYNTON BEACH, FL 33437

ARTICLE VII

REGISTERED AGENT

The name and address of the initial Registered Agent of the Corporation is:


JOSEPH JACK
Attorney at Law
8876 Shoal Creek Lane
Boynton Beach, Florida 33437

ARTICLE VIII
INCORPORATORS

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The names and addresses of the incorporators signing these Articles of Incorporation are:

JON DONALDSON CRAVATH - 1961 68th Street, NW, Rochester, MN 55901

TRENT MARDEN BORGESSEN 8828 SHORE CREEK LANE, BOYNTON BEACH, FL 33437

ARTICLE IX

AMENDMENT TO ARTICLES

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

ARTICLE X

DATE CORPORATION COMMENCES

The date when corporate existence for this corporation shall commence is the date of the filing of these Articles.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 3rd day of May, 1996.



JON DONALDSON CRAVATH

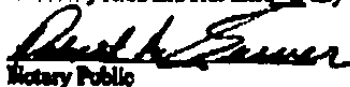
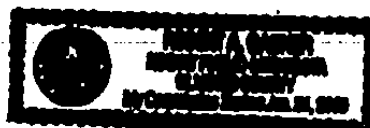


TRENT MARDEN BORGESSEN

STATE OF MINNESOTA
COUNTY OF OLMSTED

The foregoing instrument was acknowledged before me this 26 day of MAY, 1996 by JON DONALDSON CRAVATH and TRENT MARDEN BORGESSEN, as incorporators, who are personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of MAY, 1996.


Notary Public

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**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE
SERVED AND THE PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.**

Pursuant to Chapters 48.091 and 607.0501, FLORIDA STATUTES, the following is
submitted:

INNOVATIVE PALLETS, INC. desiring to organize under the laws of the State of
Florida with its initial registered office as indicated in the Articles of Incorporation at 8828 Shoal
Creek Lane, Boynton Beach, Florida 33437, has named JOSEPH PACK, ESQUIRE as its
registered agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as Registered Agent for the above corporation for the purpose of
accepting service of process at the registered office designated in this certificate, I hereby accept
such appointment and acknowledge that I am familiar with and accept the obligations and
responsibilities of such office as provided for in Florida Statute 607.0505.

Joseph Pack
JOSEPH PACK, ESQUIRE
8876 Shoal Creek Lane
Boynton Beach, Florida

FILED
96 MAY 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14 day of May, 1996
who is personally known to me.

Martin A. Hochman
Notary Public



MARTIN A. HOCHMAN
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES FEB. 13, 1998
COMMISSION # JC 498205
NOTARY I.D. # 282789

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