

**LAW OFFICE
RICHARD GOLDSTONE, P.A.**

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P96 0000 43836
May 13, 1996

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Attention: Charter Section

900001824829
-05/16/96--01078--015
****122.50 ****122.50

Re: Articles of Incorporation
South Florida Metal Arts Corp.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation with regard to the above-named Florida corporation.

Also enclosed is our firm's check number 2547 in the amount of \$122.50 to cover the cost of the filing fee, Registered Agent Designation, and a certified copy of the Articles for said corporation. Kindly forward the certified copy back to this office at your earliest convenience.

Thanking you in advance for your attention to this matter, I am

Yours very truly,

Richard Goldstone

RICHARD GOLDSTONE, P.A.

RG/cp
Enclosures: as stated

LFT
5-22-96

FILED
96 MAY 16 PM 5:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 MAY 16 PM 5:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA METAL ARTS CORP.

ARTICLE I

NAME

The name of the corporation shall be:

SOUTH FLORIDA METAL ARTS CORP.

Its business shall be carried on in the State of Florida, in the United States of America and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be: Manufacturing and sales of custom metal products at retail and wholesale, and services in connection therewith.

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

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall consist of One Thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00).

The stock of the corporation shall be issued for such consideration as may be determined by its Board of Directors. Shareholders shall have no preemptive rights. Shareholders may enter into agreements with the corporation or with each other to control or restrict the transfer of stock, and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE

The corporation's initial Registered Agent and Registered Office is:

THERESA SLOMIN
6288 N. W. 72nd Way
Parkland, Florida 33067

Acknowledgment and Consent of Registered Agent:

Having been named Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

By:

Theresa SLOMIN
THERESA SLOMIN
Registered Agent.

FILED
96 MAY 16 PM 5:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL BOARD OF DIRECTORS

The name and address of the sole member of the first Board of Directors is:

THERESA SLOMIN
6288 N. W. 72nd Way
Parkland, Florida 33067

The business of the corporation shall be managed by a Board of Directors consisting of one director. The numbers of directors may be increased or diminished from time to time in accordance with the By-Laws.

ARTICLE VI

BY-LAWS

The Board of Directors or the shareholders may adopt, amend, alter or repeal By-Laws of the corporation. The By-Laws may contain any provisions for the regulation or management of the affairs of the corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE VII

INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

The corporation shall indemnify any Director or Officer, and shall have the power to indemnify any Employee, Agent or other person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he was or is acting on behalf of, or at the request of the corporation. Such indemnification may take the form

of court costs, attorneys' fees or other expenses incurred by such person involved in such action, suit or proceeding.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

ARTICLE IX

INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

THERESA SLOMIN
6288 N. W. 72nd Way
Parkland, Florida 33067

ARTICLE X

PRINCIPAL OFFICE

The principal office of the corporation shall be located at:

6288 N. W. 72nd Way
Parkland, Florida 33067

IN WITNESS WHEREOF, I have set my hand and seal this 13th
day of May, 1996.



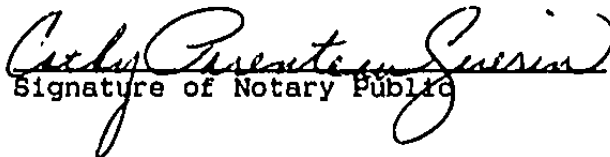
THERESA SLOMIN

STATE OF FLORIDA)

COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me, this
13th day of May, 1996, by THERESA SLOMIN, ~~who is personally known~~
~~to me or~~ who has produced identification in the form of
Florida Driver License, which was examined by me, and who
(did) (did not) take an oath, and who acknowledged that she is the
person who executed the foregoing Articles of Incorporation.

(SEAL)


Signature of Notary Public

Cathy Parenteau Guerin
Typed, printed or stamped name
of Notary Public

OFFICIAL NOTARY SEAL
CATHY PARENTEAU GUERIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC361768
MY COMMISSION EXP. APR. 1, 1998