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LAW OFFICE
FRANK E. MALONEY, JR., P.A.
5 WEST MACLENNY AVENUE
MACLENNY, FLORIDA 32043

TELEPHONE 904/259-3189

May 16, 1996

JACKSONVILLE (TOLL FREE)
800-4831

Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

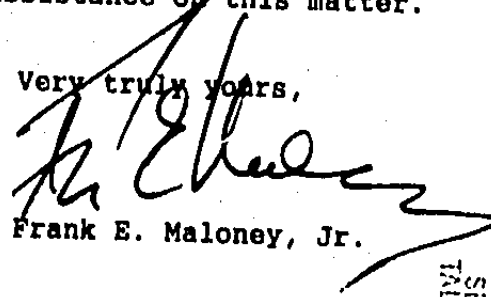
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Re: Victory Web Engineers, Inc.

Gentlemen:

Please find enclosed the original and two copies of Articles of Incorporation on Victory Web Engineers, Inc. along with our check for \$122.50. Please file same accordingly with your records. Thanking you in advance for your assistance on this matter.

Very truly yours,



Frank E. Maloney, Jr.

FEMJr/slr
Enclosures

AL MAY 23 1996

FILED
96 MAY 17 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VICTORY WEB ENGINEERS, INC.

FILED
95 MAY 17 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is VICTORY WEB ENGINEERS, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual. The date business is to begin is upon filing of corporate papers.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To transact any other lawful business for which corporations may be incorporated under the Florida General

Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

2. More particularly to own and operate a packaging and printing engineering business.

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a common class, and shall have a par value of ONE DOLLAR (\$1.00) per share or be without par value.

ARTICLE FIVE REGISTERED OFFICE AND AGENT

The corporation's principal office address is: 209 North 7th Street, Macclenny, Florida 32063 and it's mailing address is P.O. Box 111, Macclenny, FL 32063. The name of its initial registered agent is Frank E. Maloney, Jr., whose address is 5 West Macclenny Avenue, Macclenny, FL 32063, who has signed the appropriate Acceptance which is attached hereto.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors are:

Name	Address
WAYNE E. HELTON	209 North 7th Street Macclenny, FL 32063
LAURA E. HELTON	209 North 7th Street Macclenny, FL 32063

**ARTICLE SEVEN
INCORPORATORS**

The name and address of each incorporator is:

Name	Address
WAYNE E. HELTON	209 North 7th Street Macclenny, FL 32063

LAURA E. HELTON

209 North 7th Street
Macclenny, FL 32063

ARTICLE EIGHT

These Articles of Incorporation may be amended by the Board of Directors of said corporation at any regular meeting of said corporation or at any called meeting held for that purpose, providing the proposed amendment or amendments have been first pre-submitted to the Board beforehand.

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, have executed these Articles of Incorporation this 15th day of May, A.D. 1996.

Wayne E. Helton (SEAL)
WAYNE E. HELTON

Laura E. Helton (SEAL)
LAURA E. HELTON

ACCEPTANCE OF REGISTERED AGENT

HAVING been named to accept service of process for the above named corporation at a place designed in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.


REGISTERED AGENT

FILED
86 MAY 17 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
 : S.S.
COUNTY OF)

THE FOREGOING INSTRUMENT was acknowledged before me this 15th day of May, A.D., 1996, by Frank E. Maloney, Jr., who is personally known to me and who did not take an oath.


Notary Public

Commission Expires: _____

