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LAW OFFICES OF  
STEPHEN STRATFORD, P.A.  
1301 RIVERPLACE BOULEVARD, SUITE 1638  
JACKSONVILLE, FLORIDA 32207

STEPHEN STRATFORD

TELEPHONE (904) 398-0233  
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May 23, 1996

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

40000011342114  
-05/29/96--01028--005  
\*\*\*122.50 \*\*\*122.50

Re: Florida Scientific Industries, Inc.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation and Designation of Registered Agent for the above referenced corporation.

Also enclosed please find my firm check in the amount of \$122.50 as follows:

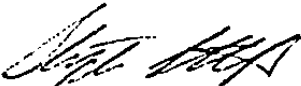
Filing Fee, Articles of Incorporation	\$ 35.00
Filing Fee, Designation of Registered Agent	\$ 35.00
Certified Copy	\$ 52.50
TOTAL	\$122.50

Please return the certified copy to this office at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely yours,

STEPHEN STRATFORD, P.A.

  
Stephen Stratford

SS/cr

Enclosures

FILED  
96 MAY 28 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SMS  
6/3/96

ARTICLES OF INCORPORATION  
OF  
FLORIDA SCIENTIFIC INDUSTRIES, INC.

FILED  
96 MAY 28 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be FLORIDA SCIENTIFIC INDUSTRIES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address is 12514 Turnberry Drive, Jacksonville, Florida 32225.

ARTICLE III. DURATION

The duration of the corporation is perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

(a) To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

(b) To do such other things as are incidental to the

purposes of the corporation or necessary or desirable in order to accomplish them.

(c) To manufacture, use, buy, sell, lease, exhibit and deal in all types and sizes of reproduced and copies of mammal, animal, bird and fish models, statutes, and figurines, including the exhibition and display of such mammal, animal, bird and fish models, statutes, and figurines.

#### ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 12514 Turnberry Drive, Jacksonville, Florida 32225, and the name of its initial registered agent at that address is JOHN K. JEREMIAH.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1). The number of directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of the initial director of the corporation is JOHN K. JEREMIAH, 12514 Turnberry Drive, Jacksonville, Florida 32225.

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is JOHN K. JEREMIAH, 12514 Turnberry Drive, Jacksonville, Florida 32225.

ARTICLE IX. AMENDMENT

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


IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation, on this 23rd day of May, 1996.

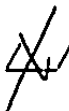
  
JOHN K. JEREMIAH

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, personally appeared JOHN K. JEREMIAH, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 23rd day of May, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: Carol E. Riggsby  
MY COMMISSION EXPIRES: 3-13-97

 Personally Known



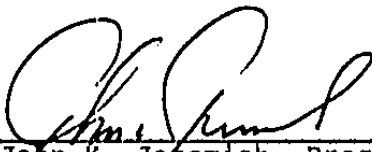
CAROL E. RIGGSBY  
MY COMMISSION # CG284078 EXPIRES  
March 13, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

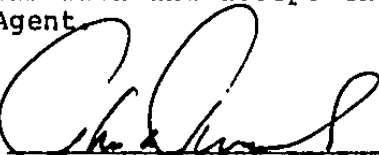
1. The name of the corporation is FLORIDA SCIENTIFIC INDUSTRIES, INC.

2. The name and address of the registered agent and office is: JOHN K. JEREMIAH, 12514 Turnberry Drive, Jacksonville, Florida 32225.

  
\_\_\_\_\_  
John K. Jeremiah, President  
DATE: May 23 1996

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree 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.

  
\_\_\_\_\_  
John K. Jeremiah  
DATE: May 23 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAY 28 AM 8:47

FILED