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7/03/96

FLORIDA DIVISION OF CORPORATIONS
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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.
84 NW 11TH ST

DEPARTMENT OF STATE
STATE OF FLORIDA

400 EAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 928-4000

MIAMI FL 33136-2890-0000

CONTACT: LYNN FRIEDMAN

PHONE: (305) 358-2571

FAX: (305) 358-7832

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: U.S. TESTING CENTER, INC.

FAX AUDIT NUMBER: H96000009278

CURRENT STATUS: REQUESTED

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

U.S. TESTING CENTER, INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be
U.S. TESTING CENTER, INC.

ARTICLE II
DURATION

This corporation is to have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
CORPORATE ADDRESS

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

407 Lincoln Road
Miami Beach, Florida 33139

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-583-0871

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**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows:
LYDIA ASLET

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have Three (3) Director(s) initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

NAME(S)	ADDRESS(ES)
LYDIA ASLET	407 Lincoln Road Miami Beach, Florida 33139
OSCAR A. RUIZ	407 Lincoln Road Miami Beach, Florida 33139
CRAIG PHILLIPS OFFNER	407 Lincoln Road Miami Beach, Florida 33139

**ARTICLE VIII
INCORPORATORS**

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME(S)	ADDRESS(ES)
LYDIA ASLET	407 Lincoln Road Miami Beach, Florida 33139

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**ARTICLE IX
AMENDMENT OF BY-LAWS**

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

**ARTICLE X
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI
INFORMAL ACTION OF DIRECTORS**

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XII
AMENDMENT OF ARTICLES**

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

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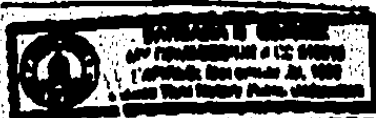
IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

[Signature]
LYDIA ASLET

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared LYDIA ASLET, to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/she/they subscribed to said Articles of Incorporation, after having produced drivers license, as identification.

WITNESS my hand and seal this 2nd day of July, 1976.
My Commission Expires:



[Signature]
NOTARY PUBLIC
State of Florida at Large

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That U.S. TESTING CENTER, INC. desiring to organize under the laws of the State of Florida, with its principal

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offices as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named LYDIA ASLET, located at 407 Lincoln Road, Miami Beach, Florida 33139, as its registered agent to accept service of process.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

[Signature]
LYDIA ASLET

STATE OF FLORIDA
COUNTY OF DADE

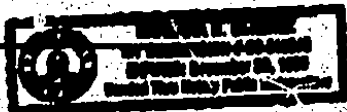
} ss

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared LYDIA ASLET, to me well known to be the person described in and who executed the Registered Agent Certificate, after having produced a drivers license as identification.

WITNESS my hand and seal on this 2nd day of

July, 1996.

My Commission Expires:



[Signature]
NOTARY PUBLIC
State of Florida at Large

LYDIA ASLET

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