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June 6, 1996

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

RE: New Filing/ RUSSIAN STICKS & STONES, INC.

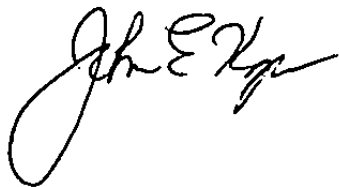
Dear Secretary of State:

Please find enclosed the original plus one copy and filing fees of \$122.50 of the Articles of Incorporation and Registered Agent Designation form for the above named corporation.

This office is requesting that after you file the articles and the name of the registered agent and issue the certificate, and send a copy and a certified copy of the articles back to this office in the return envelope provided.

Thank you for your prompt attention to this matter.

Sincerely,



John E. Kopson

Attorney at Law
7300 W. Camino Real # 126
Boca Raton, FL 33433

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
RUSSIAN STICKS & STONES, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of
the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:
RUSSIAN STICKS & STONES, INC.

The address of the principal office of this corporation shall be: 7300 W. CAMINO
REAL #126, BOCA RATON, FL 33433.
and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business
permitted under the laws of the United States, the State of Florida or any other
state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to
have outstanding at any one time is 1,000 shares of common stock having \$1.00 par
value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7300 West Camino Real #126, Boca Raton, Florida 33433, and the name of the initial Registered Agent of the corporation at that address is John Kopson.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:
John Kopson, 7300 West Camino Real #126, Boca Raton, Florida 33433.

ARTICLE VII. OFFICERS AND DIRECTORS

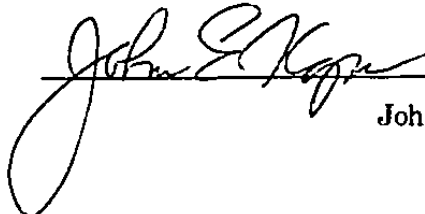
The initial officers and directors of the corporation shall be as follows:

Ron Pingnot: President/ director

Eric Rieger: Vice- president/ director

Jon Hartmann: Secretary-treasurer/ director

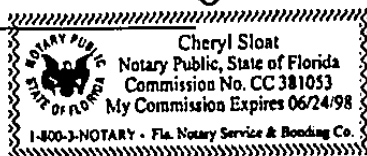
IN WITNESS WHEREOF, the undersigned agent has hereunto set his hand and seal this 6th day of June, 1995, to the foregoing Articles of Incorporation.



John Kopson



Notary Public



Law Offices of
JOHN E. KOPSON

JOHN KOPSON
ADMITTED TO FLORIDA BAR,
FEDERAL BAR, U.S. TAX COURT

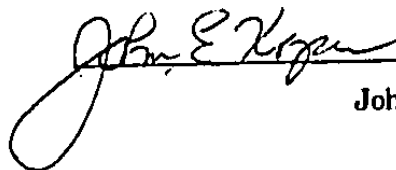
CHERYL SLOAT
CERTIFIED LEGAL ASSISTANT

7300 W. CAMINO REAL #126
BOCA RATON, FL 33433

TELEPHONE: (407) 391-5259
FACSIMILE: (407) 393-7366

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

John Kopson, authorized to transact business in this State, having a business office identical with the registered office named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


John Kopson

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TALLAHASSEE FLORIDA