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Anthony J. Comparetto, Esq.

Attorney at Law

Anthony J. Comparetto, Esq.

Stephen C. Schroeder, Esq.
Of Counsel

LOCATIONS:
St. Petersburg
Tampa

phone (813) 328-7900

August 5, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Re: Westin Industries, Inc.

300001815409
-08/07/96--01059--001
****120.00 ****120.00

Dear Sirs,

Please find enclosed the corporate papers for Westin Industries, Inc. and appropriate filing fees. If anything further is required please feel free to call.

Sincerely,

Anthony J. Comparetto, Esquire
dictated not read

AJC/ted

RA must sign

FILED
96 AUG -7 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER AUG - 8 1996

789, 615, 706, 671
W96-16606

5340 Central Avenue, St. Petersburg, Florida 33707

ARTICLES OF INCORPORATION
OF
WESTIN INDUSTRIES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, 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 is Westin Industries, Inc.
7209 1st Avenue North, St. Petersburg, Fl 33710

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1) par value common stock which shall be designated common shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7209 1st Avenue North, St. Petersburg, Fl 33710 the name of the initial registered agent at such address is Gary Roberts.

ARTICLE VI

Management of Corporation by Stockholders

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction, of the shareholders.

ARTICLE VII

Incorporators

The name and address of the person signing these Articles is:

Gary Roberts, 7209 1st Avenue North, St. Petersburg, Fl 33710

ARTICLE VIII

Amendments

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

IN WITNESS WHEREOF, the undersigned subscribers have
executed these Articles of Incorporation this 10th day of
11/24 1996.


GARY ROBERTS

As subscriber to the articles and accepting the designation as registered
agent.

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The forgoing instrument was acknowledge before me this 10th
day of May 1996 by GARY ROBERTS who is personally known
to me or who has produced _____ as
identification and who did take and oath

NOTARY PUBLIC

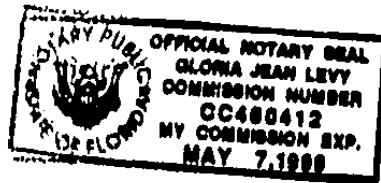
Sign: Gloria Jean Levy

Print: Gloria Jean Levy

State of Florida at Large

Commission No.

My commission expires: 5-7-99



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA