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TALLAHASSEE, FLORIDA

December 7, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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RE: A.B. Design Group, Inc.

To Whom It May Concern:

Enclosed please find the *Certificate of Restatement of Articles of Incorporation of A.B. Design Group, Inc.* and *Restated Articles of Incorporation of A.B. Design Group, Inc.* for filing along with the \$35 filing fee and \$8.75 fee for a certified copy of the Certificate and Restated Articles. Please return the certified copies in the enclosed envelope.

Sincerely,



Jonathan Alper

Restate
1221-99
JAS

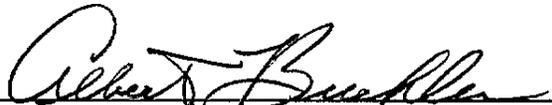
JBA:jjr
cc: Al Buehler
Enclosure

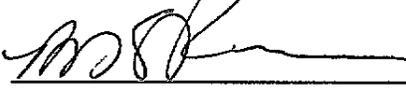
**CERTIFICATE OF RESTATEMENT OF
ARTICLES OF INCORPORATION OF
A.B. DESIGN GROUP, INC.**

The undersigned Directors of A.B. Design Group, Inc. hereby submit the following restatement of the corporation's Articles of Incorporation to the Florida Department of State:

1. The date of incorporation of the Corporation was November 12, 1996. The name of the Corporation is "A.B. Design Group, Inc."
2. The text of the restated Articles of Incorporation are attached hereto. The date of adoption of the restated Articles of Incorporation was the 30 day of November, 1999.
3. The restated Articles of Incorporation was adopted by the Board of Directors. Shareholder action was not required.
4. These Articles of restatement will be effective upon filing.

I hereby verify, subject to penalties of perjury, that all statements contained herein are true and correct.


Albert Buehler, Director


Ross Perdue, Director


James Telesz, Director

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STATE DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

**RESTATED ARTICLES OF INCORPORATION
OF
A.B. DESIGN GROUP, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is **A.B. DESIGN GROUP, INC.**

ARTICLE II

The principal place of business of this corporation shall be 481 State Road 434, Suite 117, Altamonte Springs, FL 32714 and the mailing address is the same.

ARTICLE III

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

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 300 shares of common stock having a par value of \$10.00 per share.

ARTICLE V

The name of the registered agent of the corporation at that address is Albert Buehler and the street address of the registered office shall be 481 State Road 434, Suite 117, Altamonte Springs, Florida 32714.

ARTICLE VI

The corporation is to exist perpetually.

ARTICLE VII

This corporation shall have one (3) directors. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one.

The name of the initial directors of this Corporation are:

Albert Buehler

Ross Perdue

James Telesz

ARTICLE VIII

This Corporation shall have four (4) officers as appointed by the Directors from time to time. The initial officers are:

Albert Buehler, President

Robert Rabits, Vice President

Ross Perdue, Secretary

James Telesz, Treasurer



ALBERT BUEHLER

Subscriber

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provision of law relative to the performance of my duties.



ALBERT BUEHLER
Registered Agent