

ATTORNEYS AT LAW

PHILIP O ALLEN
JACK P BRANDON
BEACH A BROOKS JR
J DAVIS CONNOR
MICHAEL S CRAIG
ROY A CRAIG JR
JACOB C DYKXHOORN
DENNIS P JOHNSON
KEVIN C KNOWLTON
DOUGLAS A LOCKWOOD. III
M CRAIG MASSEY
PETER J MUNSON
CORNEAL B MYERS
CORNELIUS B MYERS. III
ROBERT E PUTERBAUGH
ABEL A PUTNAM
THOMAS B PUTNAM JR
DEBORAH A RUSTER
STEPHEN R SENN
ANDREA TEVES SMITH
KEITH H WADSWORTH
KERRY M WILSON

P.O. BOX 1079
LAKE WALES, FLORIDA 33859-1079

130 EAST CENTRAL AVENUE
LAKE WALES, FLORIDA 33853
(941) 876-7611
(941) 883-8942
FAX 876-0843

**P.O. BOX 24628
LAKELAND, FLORIDA 33802-4628**

**100 EAST MAIN STREET
LAKELAND, FLORIDA 33801**

**(841) 683-6811
(841) 676-6934
FAX 682-8031**

P.O. DRAWER 7608
WINTER HAVEN, FLORIDA 33883-7608
141 5TH STREET, NW, SUITE 300
WINTER HAVEN, FLORIDA 33881
19411 294-3380
FAX 299-5498

PLEASE REPLY TO: **Lakeland**

November 20, 1996

**Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314**

RE: ATLANTIC SEALING TECHNOLOGIES, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation of the above-referenced corporation, subject to your approval. We are also enclosing the Certificate Designating Registered Agent, together with a check in the amount of \$70.00 representing payment of the filing fees.

Please confirm the filing of these Articles.

Your prompt attention to this matter will be sincerely appreciated.

Sincerely,

Peter J. Munson

PJM/sd
Enclosures

SN DEC - 2 1996

ARTICLES OF INCORPORATION
OF
ATLANTIC SEALING TECHNOLOGIES, INC.

FILED
96 NOV 22 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being of full age, does hereby make and file these Articles of Incorporation under the provisions of the Florida General Corporation Act for the purpose of becoming a corporation and does hereby accept all the rights, privileges and obligations conferred and imposed by the Laws of The State of Florida.

ARTICLE I - NAME

The name of this corporation is ATLANTIC SEALING TECHNOLOGIES, INC., with its principal address at 425 Morningside Drive, Lakeland, Florida 33803.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business permitted under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of ONE (\$1.00) DOLLAR 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 425 Morningside Drive, Lakeland, Florida 33803, and

the name of the initial registered agent of this corporation at that address is DENNIS W. SIMMERS.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws but shall never be less than one (1) or more than five (5). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Dennis W. Simmers	425 Morningside Drive Lakeland, Florida 33803

ARTICLE IX - INCORPORATOR

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


<u>NAME</u>	<u>ADDRESS</u>
Dennis W. Simmers	425 Morningside Drive Lakeland, Florida 33803

ARTICLE X - AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of October, 1996.



Dennis W. Simmers

STATE OF FLORIDA

COUNTY OF POLK

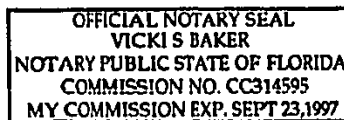
BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Dennis W. Simmers, known tome to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 30th day of October, 1996.


Notary Public

(SEAL)

My commission expires:



1004pjm:atlantic\articles.inc

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: That ATLANTIC SEALING TECHNOLOGIES, INC., desiring
to organize or qualify under the laws of the State of Florida, with
its principal place of business at the City of Lakeland, State of
Florida, has named Dennis W. Simmers, located at 425 Morningside
Drive, Lakeland, Florida 33803, as its agent to accept service of
process within Florida.

SIGNATURE _____

(Corporate Officer)

TITLE V.P.

DATE October 30, 1996

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.

SIGNATURE _____

(Registered Agent)

DATE 10/30/96

FILED
96 NOV 22 AM 9:45
TALLAHASSEE, FLORIDA