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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: ABRASIVES MAGAZINE, INC.

AUDIT NUMBER.....H97000000034

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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PAGES..... 3

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Sandra B. Morham
Secretary of State

January 2, 1997

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We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: N97000000034
Letter Number: 697A00000147

ARTICLES OF INCORPORATION
OF

ABRASIVES MAGAZINE, INC.

H97000000034

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

ARTICLE I - NAME

The name of the Corporation shall be Abrasives Magazine, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The purpose of the Corporation shall be that the Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 5,000 shares of \$1,000 per value common stock, which should be designated "Common Shares".

ARTICLE V - INCORPORATOR'S NAME AND ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Gordon L. Kuhn, CPA
PO Box 3414
Sarasota, FL 34230

ARTICLE VI - DIRECTORS

The powers of the Incorporator are to terminate upon the filing of this Certificate of Incorporation. The name and mailing address of the person who is to serve as director until the first meeting of stockholders or until a successor is elected and qualifies is as follows:

Rosa Travino
21110th Street East, Box 182
Palmerton, FL 34221

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal by laws shall be vested in the Board of Directors and the Shareholders.

GORDON L. KUHN, CPA
941-366-9620 FAX 941-953-2140
PO BOX 3414
SARASOTA, FL 34230

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Articles of Incorporation: Abrasives Magazine, Inc.

ARTICLE VIII - ADOPTION OF BYLAWS

A special meeting of the director, or her assign, shall be held for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE IX - 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.

ARTICLE X - INDEMNITY

Directors of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which involves: (1) a director's duty of loyalty to the Corporation or its Stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payment of dividends or unlawful stock purchases or redemption by the Corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of these Articles of Incorporation shall be January 1, 1997.

IN WITNESS WHEREOF, the undersigned Incorporator has caused these Articles of Incorporation to be executed as of January 1, 1997. I accept the duties and responsibilities of the Registered Agent. My address, and that of the registered office, which is the principal office, is as follows:

Gordon L. Kuhn, CPA
3230 Bailey Street
Sarasota, FL 34237



INCORPORATOR
AND REGISTERED AGENT

GORDON L. KUHN, CPA
941-366-9620 FAX 941-953-2140
PO Box 3414
Sarasota, FL 34230

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Articles of Incorporation: Abrasives Magazine, Inc.

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INCORPORATOR

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PO Box 3414
Sarasota, FL 34230

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