

P97000006385

Herbert Cooper
1965 S Ocean Drive
9-R
Hallandale FL 33009
(954) 458-1044

December 24, 1996

Department of State
Corporate Records/
Division of Corporations
PO Box 6327
Tallahassee FL 32314

Dear Secretary of State:

Enclosed please find one original and a copy of the Articles
of Incorporation for:

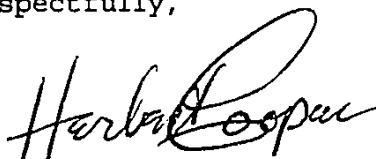
Flip-Top Industries, Inc.

Also find enclosed a check made payable to the Secretary of
State in the amount of \$122.50 which includes the statutory
filing fee. Your assistance in establishing the corporation
to be known as:

Flip-Top Industries, Inc.

is appreciated.

Respectfully,


Herbert Cooper

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****122.50 ****122.50

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER JAN 23 1997

ARTICLES OF INCORPORATION
OF
Flip-Top Industries, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is:
Flip-Top Industries, Inc.
The principle address of the corporation is:
1965 S Ocean Drive # 9-R
Hallandale FL 33009

ARTICLE TWO

The period of its duration is:
FOREVER.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is: THREE THOUSAND.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of NO PAR VALUE consisting of money.

ARTICLE SIX

The street address of its initial registered office is:
1965 S Ocean Drive
9-R
Hallandale FL 33009
and the name of its initial registered agent at such address is:
Herbert Cooper

I hereby state that I am familiar with and accept the duties and responsibilities as a registered agent for said corporation.



Herbert Cooper

ARTICLE SEVEN

The number of directors constituting the initial board of directors is: ONE

The name and address of the person or persons, who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified, are:

NAME	MAILING ADDRESS	SIGNATURE
Herbert Cooper (954) 458-1044	1965 S Ocean Drive # 9-R Hallandale FL 33009	<i>Herbert Cooper</i>

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TALLAHASSEE, FLORIDA

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

NAME	MAILING ADDRESS	SIGNATURE
Herbert Cooper (954) 458-1044	1965 S Ocean Drive # 9-R Hallandale FL 33009	<i>Herbert Cooper</i>