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LAW OFFICES
MARK H. SHORE, P.A. FILED

97 JAN 29 PM 3:25

320 SOUTHEAST NINTH STREET
FORT LAUDERDALE, FLORIDA 33316

SEVENTH FLOOR, SUITE 700 BROWARD (954) 523-0005
TALLAHASSEE, FLORIDA FAX (954) 482-8258

January 14, 1997

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*****70.00 *****70.00

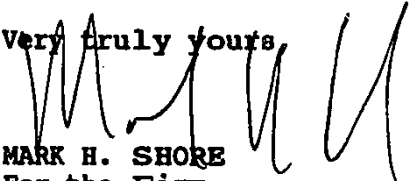
Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Filing Articles of Incorporation for TOMCO+, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for TOMCO+, INC.
and a check from this office in the sum of \$70.00 covering the
various fees for filing the above company.

Please contact me should you have any questions or concerns.

Very truly yours,

MARK H. SHORE
For the Firm

MHS/brp

Enclosures as indicated

PA 1/29/97
6097-1667
1/23/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1997

MARK H. SHORE, P.A.
320 SE 9TH ST
FT LAUDERDALE, FL 33316

SUBJECT: TOMCO, INC.
Ref. Number: W97000001664

We have received your document for TOMCO, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 897A00003350

LAW OFFICES
MARK H. SHORE, P.A.

320 SOUTHEAST NINTH STREET
FORT LAUDERDALE, FLORIDA 33316

BROWARD (954) 523-0005
FAX (954) 523-7474

January 28, 1997

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Filing of Revised Articles of Incorporation for
TOMCOL, INC.

Reference Number : W97000001664
Letter Number : 897A00003350

Dear Sir/Madam:

Enclosed please find our revised Articles of Incorporation with a change of name as per your January 23, 1997 correspondence to this office (copy enclosed). Please return the status of corporation filing in the enclosed Federal Express envelope.

Please contact me should you have any questions or concerns.

Very truly yours,


MARK H. SHORE
For the Firm

MHS/brp
Enclosure

Enclosures as indicated

ARTICLES OF INCORPORATION

OF

TOMCOL, INC.

FILED

97 JAN 29 PM 3:25

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is TOMCOL, INC. and its principal office is located at:

1930 B East Sunrise Boulevard
Fort Lauderdale, Florida 33304

ARTICLE II

DURATION

This corporation has perpetual existence unless otherwise specified in the Articles of Incorporation.

ARTICLE III*

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including but not limited to, purchase and sale of books, magazines, papers and other periodicals.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 320 S.E. 9th Street, Fort Lauderdale, FL 33316, and the name of the initial Registered Agent of this corporation is MARK H. SHORE, ESQUIRE.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The directors are

TOM GEORTLER
COLETTA GEORTLER
3345 Pinewalk Drive, North
Number 206
Margate, Florida 33063

ARTICLE VII

BY LAWS

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

ARTICLE VIII

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE IX

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of execution and acknowledgment of these Articles. In the event that these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State.

ARTICLE X

CONSENT IN WRITING IN LIEU OF CORPORATE MEETING

Any action that may be taken at a meeting of the Stockholders of this corporation may be taken without a formal meeting, if consent in writing setting forth the action shall be signed by all of the Shareholders of the Corporation and filed with the Department of State.

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meeting of the Board of Directors must be attended in fact in person by each Director.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XIV

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XV

INCORPORATION

The initial subscribers to this corporation are:

GEORTLER (THG)
TOM GOERTLER
COLETTA GOERTLER GEORTLER CG
3345 Pinewalk Drive, North
Number 206
Margate, Florida 33063

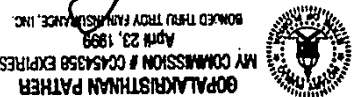
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this ____ day of _____, 1997.

Thomas H. Goertler
TOM GOERTLER GEORTLER (THG)
Coletta Goertler
COLETTA GOERTLER GEORTLER CG

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments, personally appeared TOM GOERTLER (THG) and known to me, and he acknowledged before me that he executed the foregoing Articles of Incorporation as his act and deed.


SUBSCRIBED TO AND SWORN before me this 14th day of January, 1997.

Notary Public

My Commission Expires:

STATE OF FLORIDA

COUNTY OF BROWARD

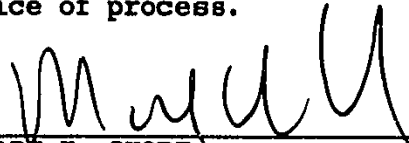
BEFORE ME, a Notary Public authorized to take acknowledgments, personally appeared COLETTA GOERTLER (CG) and known to me, and he acknowledged before me that he executed the foregoing Articles of Incorporation as his act and deed.

SUBSCRIBED TO AND SWORN before me this 14th day of January, 1997.

Notary Public

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for TOMCOL, INC., a Florida corporation, at 320 S.E. 9th Street, Fort Lauderdale, FL 33316, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office for service of process.



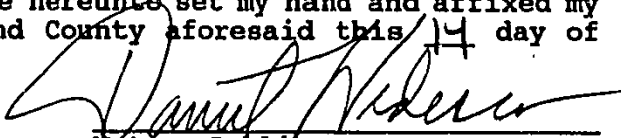
MARK H. SHORE

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARK H. SHORE, to me well known, and known to me to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 14 day of Jan., 1997.



Notary Public

My Commission Expires:



DANIEL L. TEDESCO
MY COMMISSION # CC406927 EXPIRES
October 28, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
97 JAN 29 PM 3:25
TALLAHASSEE, FLORIDA