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KRASNY AND DETTMER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

ATRIUM PROFESSIONAL CENTRE
780 SOUTH APOLLO BOULEVARD
POST OFFICE BOX 428
MELBOURNE, FLORIDA 32902-0428

TELEPHONE (407) 723-5646
TELECOPIER (407) 768-1147

MIKE KRASNY
DALE A. DETTMER
SCOTT KRASNY

*BOARD CERTIFIED IN TAXATION

January 29, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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****122.50 ****122.50

RE: Imported Industrials Unlimited, Inc.

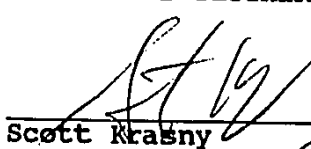
Gentlemen:

You will find enclosed the original and one copy of the Articles of Incorporation of Imported Industrials Unlimited, Inc. Also enclosed is my trust account check in the amount of \$122.50 to cover the cost of filing and a certified copy of the Articles.

Your assistance in this matter is appreciated.

Very truly yours,

KRASNY AND DETTMER


Scott Krasny

/sr
encs.

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97 FEB -3 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
IMPORTED INDUSTRIALS UNLIMITED, INC.**

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

**ARTICLE I
Name**

The name of this Corporation is IMPORTED INDUSTRIALS UNLIMITED, INC.

**ARTICLE II
Term of Existence**

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

**ARTICLE III
Purpose**

The purpose of this Corporation is to engage in any activity or business lawful under the laws of the State of Florida or the United States of America.

**ARTICLE IV
Capital Stock**

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value, common stock.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI
Initial Registered Office, Agent and Corporation

The initial street address in Florida of the initial registered office of this Corporation is 71 Haven Drive, West Melbourne, Florida 32904, and the name of the initial registered agent of this Corporation at that address is Sandra Gunthorpe. The initial address of the Corporation is 71 Haven Drive, West Melbourne, Florida 32904.

ARTICLE VII
Board of Directors

The initial Board of Directors shall consist of one (1) director initially. 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 and address of the person who shall serve as director until the first annual meeting of shareholders or until her successors shall have been elected and qualified is as follows:

Sandra Gunthorpe
71 Haven Drive
West Melbourne, FL 32904

ARTICLE VIII
Cumulative Voting

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares to distribute them among as many candidates as he may wish. Notice must be given to the President of this Corporation not less than twenty-four (24) hours prior to the time set for the holding of the shareholders' meeting for the election of directors that said shareholder intends to accumulate his vote at the election.

ARTICLE IX
Incorporator

The name and address of the initial incorporator is as follows: Sandra Gunthorpe, 71 Haven Drive, West Melbourne, FL 32904.

ARTICLE X
Amendment to Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than a majority vote of the common stock.

ARTICLE XI
Acceptance by Registered Agent

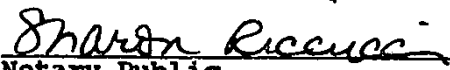
The Registered Agent is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has made and
subscribed to these Articles of Incorporation in Melbourne,
Brevard County, Florida, this 29th day of January, 1997.

 (Seal)
SANDRA GUNTHORPE, Incorporator
and Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me
this 29th day of January, 1997, by SANDRA GUNTHORPE. She is
personally known to me or has produced
as identification.


Notary Public
Printed Name: SHARON RICCUCCI

My Commission Expires:



SHARON RICCUCCI
MY COMMISSION # CC285481 EXPIRES
May 10, 1997
BONDED TRU TROY FAIR INSURANCE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA