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DANIEL D. WHITAKER

March 24, 1997

TELEPHONE: (813) 221-8210
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Via UPS Next Day Air

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Octofoil International Group, Inc.
Octofoil Travel, Inc.
W/D Truss Company, Inc.

100002123741--6
-03/25/97--01068--001
****367.50 ****122.50

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for each of the above-named corporations. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$367.50, to cover the following costs for each new corporate filing:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: Octofoil International Group, Inc.
Octofoil Travel, Inc.
W/D Truss Company, Inc.

FILED
97 MAR 25 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

20-0106

B. REGISTER MAR 28 1997

**ARTICLES OF INCORPORATION
OF
OCTOFOIL INTERNATIONAL GROUP, INC.**

FILED
97 MAR 25 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: OCTOFOIL INTERNATIONAL GROUP, INC.

ARTICLE 2

Mailing Address

The mailing address of this corporation is 6324 County Road 579, One Mile North of I-4, Seffner, Florida 33687.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 100 South Ashley Drive, Suite 1190, Tampa, Florida 33602, and the name of the initial registered agent of this corporation at that address is Michael R. Carey.

ARTICLE 5

Incorporator

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

John Stanton
6324 County Road 579, One Mile North of I-4
Seffner, Florida 33687

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

John Stanton
One Mile North of I-4
6324 County Road 579
Seffner, Florida 33687

Ralph W. Hughes
One Mile North of I-4
6334 County Road 579
Seffner, Florida 33687

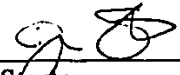
The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

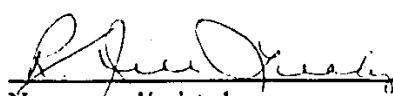
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 21st day of March, 1997.



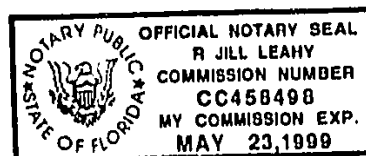
John Stanton

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of March, 1997 by John Stanton who is personally known to me or who has produced N/A as identification.

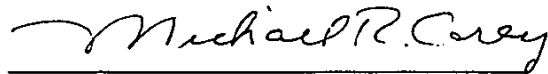


Name typed/printed _____
Notary Public, State of Florida
Commission No. and Seal:



Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Michael R. Carey

FILED
97 MAR 25 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA