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LAW OFFICES OF  
RICHARD A. COLLMAN

RICHARD A. COLLMAN  
also licensed in Wisconsin  
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The Village  
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March 25, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Arm-Sox USA, Inc.

100002125671--3  
-03/27/97--01045--004  
\*\*\*\*122.50 \*\*\*\*122.50

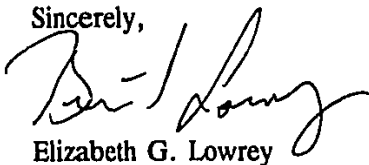
Gentlemen/Madam:

We are enclosing herewith duplicate originals of the Articles of Incorporation for the above-named. Our check in the amount of \$122.50 is also enclosed.

Would you please file the original Articles of Incorporation and return a certified copy of the same to our office.

Thank you for your assistance and cooperation.

Sincerely,

  
Elizabeth G. Lowrey

EGL/cs  
Enclosure

APPROVED  
AND  
FILED  
97 MAR 27 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

See 3/31

ARTICLES OF INCORPORATION  
OF  
ARM-SOX USA, INC.

APPROVED  
AND  
FILED  
97 MAR 27 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Arm-Sox USA, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 655  
or  
1236 Sandcastle Road  
Sanibel Island, FL 33957

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is Three Hundred (300) SHARES, consisting of one class only designated as "common stock", with par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Beary L. May, and his address is 1236 Sandcastle Road, Sanibel Island, Florida 33957, and the designated agent by his signature hereon, does hereby accept the appointment as registered agent pursuant to the provisions of §607.0501, Florida Statutes.

ARTICLE V - INCORPORATOR(S)

The number of the directors constituting the initial Board of Directors of the corporation is three, and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws.

The name and street address of the incorporator to these Articles of Incorporation is Beary L. May at 1236 Sandcastle Road, Sanibel Island, FL 33957.

ARTICLE VI - PERIOD OF EXISTENCE

The period of existence is perpetual.

ARTICLE VII - PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned has executed these Articles of Incorporation this 25 day of March, 1997.

  
BEARY L. MAY  
Incorporator and Registered Agent