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GLICKMAN, WITTERS, MARELL AND JAMIESON

ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1601 FORUM PLACE

WEST PALM BEACH, FLORIDA 33409

97 APR -4 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GARRY M. GLICKMAN
CURTIS L. WITTERS
BOARD CERTIFIED IN MARITAL AND FAMILY LAW
WILLIAM J. MARELL
CHARLES D. JAMIESON

April 1, 1997

TELEPHONE
(850) 478-1111

TELECOPIER
(850) 478-2433

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

700002133987--7
-04/04/97--01027--014
****122.50 ****122.50

Re: Sy's Supplies Central, Inc.

Gentlemen:

We are enclosing the original and one duplicate copy of the Articles of Incorporation for this proposed corporation together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles has been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to us. Enclosed is a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) to cover the costs of the Thirty Five Dollar (\$35.00) filing fee, Fifty Two Dollar and Fifty Cent (\$52.50) certificate fee and Thirty Five Dollar (\$35.00) registered agent and designation fee.

Very truly yours,

William J. Marell

WJM/aab
enclosures

OK
4/7/97

ARTICLES OF INCORPORATION
OF
SY'S SUPPLIES CENTRAL, INC.

FILED
97 APR -4 PM 3: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

Sy's Supplies Central, Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

CAPITAL STOCK

The maximum number of shares this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the Registered Office of this corporation in the State of Florida is:

1601 Forum Place
Suite 1101
West Palm Beach, Florida 33401

The Registered Agent of the corporation at the corporation's Registered Office is:

William J. Marell, Esquire

ARTICLE VI

PRINCIPAL CORPORATE OFFICE

The principal corporate office is:

235 North Jog Road
West Palm Beach, Florida 33413

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the first Board of Directors is:

Seymour Applebaum
235 North Jog Road
West Palm Beach, Florida 33413

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of these Articles of
Incorporation is:

Seymour Applebaum
235 North Jog Road
West Palm Beach, Florida 33413

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner
provided by law. Every amendment shall be approved by the Board of
Directors, proposed by them to the stockholders, and approved at a
stockholders meeting by a majority of the stock entitled to vote
thereon.

IN WITNESS WHEREOF, I have made and subscribed these Articles
of Incorporation this 1 day of April, 1997.

Seymour Applebaum
Seymour Applebaum

STATE OF FLORIDA)


COUNTY OF PALM BEACH)

ss:

The foregoing instrument was acknowledged before me this 1st
day of April, 1997, by Seymour Applebaum, who is
personally known to me or who has produced _____
as identification, and who did (did not) take an oath.

Alice Ann Breitweg
Notary Public, State of Florida

(S E A L)

 ALICE ANN BREITWEG
My Commission CC331175
Expires Nov. 17, 1997
Bonded by HAI
800-422-1853

DESIGNATION OF REGISTERED AGENT

FILED

37 APR -4 PM 3:23

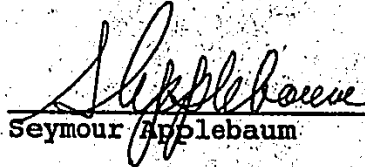
AND

ACCEPTANCE OF DESIGNATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.034, Florida Statutes, the following is submitted:

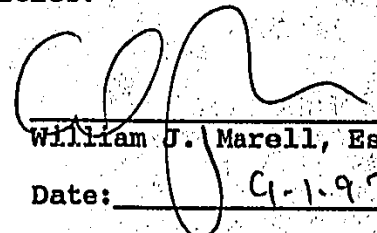
That Sy's Supplies Central, Inc., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401, has named William J. Marell, Esquire as its agent to accept service of process within Florida.


Seymour Applebaum

Title: President

Date: 4/1/97

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


William J. Marell, Esquire

Date: 4-1-97