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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: ~~JOHN C. ROBERTSON~~ Brian Feary
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: A.A.N.C.A., INC.
AUDIT NUMBER.....H97000006696
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ARTICLES OF INCORPORATION
OF
A.A.N.C.A., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the corporation is A.A.N.C.A., INC. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is 1125 Hayes Industrial Drive, Marietta, GA 20062-2428.
- THIRD: The Corporation is authorized to issue 500 shares of common stock, par value \$.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 201 South Biscayne Boulevard, 22nd Floor, Miami, FL 33131-4336, and the registered agent at that address is: Joseph I. Zumpano, Esq.
- FIFTH: The name and address of the incorporator of the Corporation is: Joseph I. Zumpano, Esq., 1220 Madina Avenue, Coral Gables, Florida 33134.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one (1) director initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

The names and addresses of the initial director who shall hold office for the first year of existence of the Corporation or until his successors have been elected and qualified is:

Prepared by:
Joseph I. Zumpano, Esq.,
McDermott, Will & Emery
201 South Biscayne Boulevard, #2200
Miami, Florida 33131
Florida Bar No. 0056091

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NAMEADDRESS

CARL ZAGLIN

1125 Hayes Industrial Drive
Marietta, GA 30062

EIGHTH: The name and address of the initial officers who shall hold office for the first year of existence of the Corporation or until their successors have been elected and qualified are:

NAMEOFFICEADDRESS

CARL ZAGLIN

President

1125 Hayes Industrial Drive
Marietta, GA 30062

CARL ZAGLIN

Secretary

1125 Hayes Industrial Drive
Marietta, GA 30062

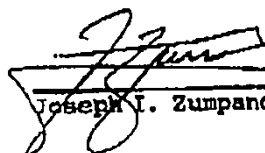
CARL ZAGLIN

Treasurer

1125 Hayes Industrial Drive
Marietta, GA 30062

NINTH: The corporate existence of the Corporation shall commence on April 24, 1997.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 24th day of April, 1997.



Joseph I. Zumpano, Incorporator

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ACCEPTANCE OF APPOINTMENT

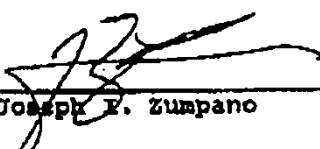
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OF

REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


Joseph P. Zumpano

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