

PA7000037072
WEISS & ASSOCIATES, P.C.

Attorneys and Counselors at Law

David P. Weiss
Philip E. Prewitt
Sarah C. Reid
Paralegal

April 21, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: LaserAce, Inc.
Articles of Incorporation

Greetings:

Enclosed please find two (2) copies of each of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$78.75 which I understand to be the filing fee. Please return the Certificate and the file-stamped copies to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

WEISS & ASSOCIATES, P.C.

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By: Sarah C. Reid
Sarah C. Reid, Paralegal

SCR:bj

Enclosures

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ARTICLES OF INCORPORATION
FOR
LaserAce, Inc.

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

LaserAce, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 837 N.E. 20th Avenue, Ft. Lauderdale, Florida 33304.

ARTICLE III - SHARES

The number of shares of stock that the corporation is authorized to have outstanding at any one time is: Thirty Thousand (30,000) shares, having a par value of One Dollar (\$1.00).

The preferences, qualifications, limitations, restrictions and the special or relative rights in respect to the shares of each class of stock are as follows: There shall be only one (1) class of stock - all shares shall be common, entitling holders to one vote for each issued share, except as otherwise provided by law. There shall be no preferred shares and no shares without par value.

The extent, if any, of the preemptive rights of a shareholder to acquire additional shares is hereby denied.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Brad Danyluk, 837 N.E. 20th Avenue, Ft. Lauderdale, Florida, 33304.

ARTICLE V DIRECTORS

The number of directors to constitute the Board of Directors is three (3). Thereafter, the number of directors shall be fixed by, or in the manner provided in, the By-Laws. Any changes in the number will be reported to the Secretary of State within thirty (30) calendar days of such change, or as may otherwise be required by law.

ARTICLE VI - INCORPORATORS

The names and address of the incorporators to these Articles of Incorporation are:

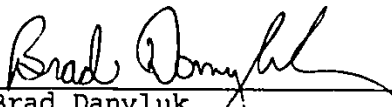
Daniel A. Naert
6345 Washington Avenue
St. Louis, MO 63130

Brad Danyluk
837 N.E. 20th Avenue
Ft. Lauderdale, FL 33304

The undersigned incorporators have executed these Articles of Incorporation this 12th day of April, 1997.



Daniel A. Naert



Brad Danyluk

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is LaserAce, Inc.

2. The name and address of the registered agent and office is:

Brad Danyluk

(NAME)

837 N.E. 20th Avenue

(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

Ft. Lauderdale, FL 33304

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as 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.

Bradley Danyluk
(SIGNATURE)

4/9/97
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314