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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

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NAME: ~~STABLES CORP.~~ **STI INC**

AUDIT NUMBER.....H97000007385

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 6, 1997

FAS-T CORP, AGENTS, INC.

SUBJECT: STI, INC.
REF: W97000010315

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The name conflict is with a trademark called "STI AND DESIGN".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000007385
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

STIC, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is STIC, INC.

ARTICLE TWO

The duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in any and all lawful business permitted pursuant to the laws of Florida.

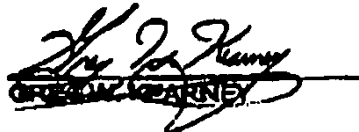
ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE FIVE

The corporation's principal office address and the registered office address are the same. The address is:

Greg W. Kearney
72 EAST McNAB ROAD, Suite 52 Pompano Beach, FL 33060
SUITE 52
POMPANO BEACH, FL 33060


GREG W. KEARNEY

Prepared by: Greg W. Kearney
72 East McNab Road
Suite 52
Pompano Beach, FL 33060
(305) 822-6839

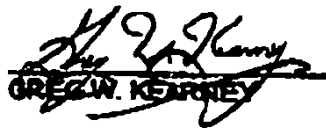
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ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

GREG W. KEARNEY
72 EAST MCNAB ROAD,
SUITE 52
POMPAÑO BEACH, FL 33060

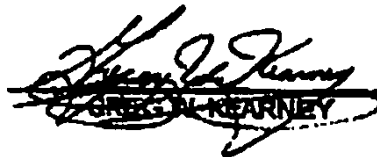
Greg W. Kearney
72 East McNab Road
Suite 52
Pompano Beach, FL 33060


GREG W. KEARNEY

ARTICLE SEVEN

The name and address of the incorporator is:

GREG W. KEARNEY
72 EAST MCNAB ROAD,
SUITE 52
POMPAÑO BEACH, FL 33060


GREG W. KEARNEY

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me on the
1 day of MAY, 1997, by GREG W. KEARNEY. My
Commission Expires:


Notary Public, State of Florida

JOHNNY SCHULZ
Notary Public, State of Florida
My Commission Expires: June 19, 1999
Commission No. 00473687

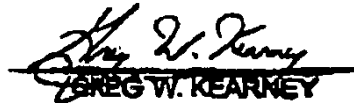
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TALLAHASSEE, FLORIDA

CONSENT OF REGISTERED AGENT

The undersigned, having been named and designated as
Resident Agent for the corporation STIC, INC. at the incorporation,
accepts the designation.


GREG W. KEARNEY

72 East McNab Road, Ste 52
Pompano Beach, FL 33060

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