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THE UNITED STATE CORPORATION CONTRACTOR	_	. 072100000032		٠.
	REFERENCE :	437899 435793	38	.3
	AUTHORIZATION	tucia fair		
	COST LIMIT	: \$ 70.00		
ORDER DATE	: June 23, 199	97		Ei.
ORDER TIME	: 1:27 PM			
ORDER NO.	: 437899-005			
CUSTOMER NO): 4357938		5000022	2205053
	Mr. Alex Grazia			
	354 Eisenhower	Parkway		
	Livingston, NJ	070391085		
	DOMESTIC	FILING		
NAME	E: POPGUARD	, INC.		RECTA 97 JUN 23 PI
	EFFECTIV	E DATE:		CTTV 23 PH F Carri

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFICATE OF LIMITED PARTNERSHIP

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

111

POPGUARD, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I, NAME

The name of the corporation shall be:

POPGUARD, INC.

The address of the principal office of this corporation shall be 607 Hibiscus Trail, Melbourne Beach, Florida 32951, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 23, 1997.

CORPØRATION SERVICE COMPANY

Its Agent, Karen B. Roza

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

ACG/smr