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LAW OFFICE  
EISEN & WILLITS  
(membership in all Florida Associations)  
299 CAMINO GARDENS BLVD.  
SUITE 204  
BOCA RATON, FL 33432

ROBERT A. EISEN  
RYAN E. WILLITS

WENDY E. VOGEL

TELEPHONE (561) 362-5200  
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July 22, 1997

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Articles of Incorporation

900002247179--2  
-07/24/97--01112--012  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation for the following corporations:

1. Great Southern Trading Center, Inc.,
2. XYZ Equipment Company, Inc.,
3. Vertigo Trading, Inc., and
4. Acme Capital Corporation.

FILED  
97 JUL 24 PM 2:38  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The Articles provide for 100 shares- \$1.00 par value. Also enclosed are four separate checks in the amount of \$122.50 each for filing fees. Please file the Articles of Incorporation for each of the aforementioned corporations as quickly as possible and return the stamped copies to our office via return Federal Express (airbill enclosed).

If you have any questions, please contact the undersigned. Thank you, in advance, for your cooperation.

Very Truly yours,

*Ryan E. Willits*  
Ryan E. Willits

rew/wev  
Enclosures  
1006/me/10130

*Done*  
7/28/97

**ARTICLES OF INCORPORATION  
OF  
VERTIGO TRADING, INC.**

**FILED**  
97 JUL 24 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I**

**The name of this corporation is VERTIGO TRADING, INC.**

**ARTICLE II**

**This corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Department of State.**

**ARTICLE III**

**This corporation is organized for the purpose of transacting any and all lawful business.**

**ARTICLE IV**

**This corporation is authorized to issue 100 shares of \$1.00 par value common stock.**

**ARTICLE V**

**The street address of the initial registered office of this corporation is: The Law Office of  
Elsen & Willits, 299 Camino Gardens Boulevard, Suite 204, Boca Raton, Florida 33432, and**

the name of the initial registered agent of this corporation at that address is **Ryan E. Willits, Esq.**

#### **ARTICLE VI**

**This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:**

**Anne W. Boggs  
2813 Bayshore Boulevard  
Tampa, Florida 33629**

#### **ARTICLE VII**

**The initial officer of the corporation shall be:**

**President: Anne W. Boggs**

**Secretary Anne W. Boggs**

**The name and address of the person signing these Articles of Incorporation is:**

**Anne W. Boggs  
2813 Bayshore Boulevard  
Tampa, Florida 33629**

**ARTICLE VIII**

The power to adopt, alter, amend, or repeal By-laws shall be vested solely in the shareholders.

**ARTICLE IX**

The corporation shall indemnify the officers or directors, or any former officers or directors, to the full extent provided by law.

**ARTICLE X**

These Articles of Incorporation may be amended only by the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 25 day of June, 1997.

Anne W. Boggs  
ANNE W. BOGGS, Subscriber

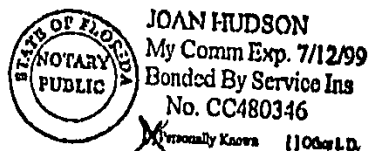
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 25<sup>th</sup> day of June, 1997, by Anne W. Boggs, who is personally known to me and who did take an oath.

Joan Hudson  
Signature of Notary Public  
Print Name: JOAN HUDSON

My commission expires:

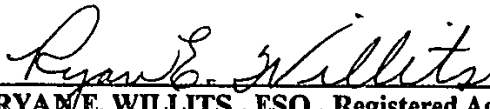


## REGISTERED AGENT CERTIFICATE AND ACCEPTANCE

Pursuant to Chapter 607, Florida Statutes, as amended, the following is submitted:

1. **VERTIGO TRADING, INC.** is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at The Law Office of Eisen & Willits, 299 Camino Gardens Boulevard, Suite 204, Boca Raton, Florida 33432, and names Ryan E. Willits, Esq., as its agent to accept service of process within the State of Florida.

2. Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept acting in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, as amended, relative to keeping open said office.

  
\_\_\_\_\_  
RYAN E. WILLITS, ESQ., Registered Agent

Dated: 6.25.97

FILED  
97 JUL 26 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA