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August 26, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/29/97--01103--005
****122.50 ****122.50

Dear Secretary of State:

Enclosed please find one original and one copy of the Articles of ASF Management, Inc.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 to meet the Florida corporation filing fee (\$35.00), the resident agent fee (\$35.00), and the certified copy of incorporation fee (\$52.50). Should you require any additional information, I can be reached at (813) 938-1481. Thank you.

Sincerely,

Svein O. Fjeldberg

Svein O. Fjeldberg
418 Wayfarer Court
Tarpon Springs, FL 34689

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 9/2/97

**ARTICLES OF INCORPORATION
OF
ASF MANAGEMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is ASF MANAGEMENT, INC. The principle address and mailing address of the corporation is 418 Wayfarer Court, Tarpon Springs, FL 34689.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporation may be incorporated under the Florida Corporation Act. The main purpose of the corporation is management and consulting services.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 7,500 of the par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the assurance of shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 418 Wayfarer Court, Tarpon Springs, FL 34689. The mailing address is the same. The name of its initial registered agent at such address is Svein O. Fjeldberg. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation. My signature below is to acknowledge acceptance of the duties as registered agent.

Svein O. Fjeldberg
SVEIN O. FJELDBERG, President

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors are two (2), and the name and address of the people who are to serve as the directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

SVEIN O. FJELDBERG President,
418 Wayfarer Court
Tarpon Springs, FL 34689

ARNIE D. FJELDBERG Vice-President
Secretary, Treasurer.
418 Wayfarer Court
Tarpon Springs, FL 34689

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the By-Laws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of the incorporator is:

Svein O. Fjeldberg 418 Wayfarer Court
Tarpon Springs, FL 34689

The mailing address is the same.

Svein O. Fjeldberg
Incorporator

ARTICLE TEN

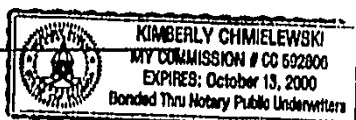
The powers of the incorporator cease upon filing of the Articles of Incorporation.

State of Florida, Pinellas County

The foregoing instrument was acknowledged before me this 28th day of August, 1997, by

Kimberly Chmielewski
Notary Public, State of Florida at Large

My Commission Expires: _____



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA