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~~11/03/97 11:10:05~~

Fred L. Zimmerman
zsi
987 Withlacoochee Street
Safety Harbor, Fl 34695

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*****70.00 *****70.00

FLORIDA DEPARTMENT OF STATE
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sirs,

Please find enclosed the Articles of Incorporation for
zsi, inc.

Also please find a check in the amount of \$70.00 to cover
the various expenses of incorporation.

As registered agent for this corporation, you may contact
me if necessary at (813) 796-1080.

Sincerely,


Fred L. Zimmerman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -3 AM 10:05

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11-4-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV -3 AM 10:05

ARTICLES OF INCORPORATION

OF

zsi, inc.

ARTICLE I: NAME

The name of this corporation shall be zsi, inc.

ARTICLE II: PURPOSE

This corporation is organized for the purpose of trans-acting any and all lawful business within the State of Florida or elsewhere, and to have, use, exercise, and enjoy all of the general powers of like corporations, under Chapter 607 of the Florida Statutes.

ARTICLE III: DURATION

This corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V: PRINCIPAL PLACE OF BUSINESS

The principal office address of the corporation shall be 987 Withlacoochee Street, Safety Harbor, Florida, 34695 and other offices, agencies and branches at such places as may be designated by the stockholders.

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ARTICLE VII: DIRECTORS

The Board of Directors of this corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said corporation.

ARTICLE VIII: INITIAL DIRECTORS

The names of the members of the first Board of Directors of this corporation are as follows:

Fred L. Zimmerman	President
Mary K. Zimmerman	Vice President

ARTICLE IX: SUBSCRIBERS

The name and address of the subscribing incorporator of these Articles of Incorporation is:

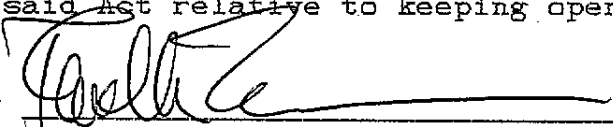
Fred L. Zimmerman
2354 Stag Run Blvd
Clearwater, Florida 34625

ARTICLE X: REGISTERED AGENT

The initial designation of the registered office of the corporation shall be 987 Withlacoochee Street, Safety Harbor, Florida, 34695, and the registered agent shall be Fred L. Zimmerman.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By


Registered Agent