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7223 So. Route 83, Suite 221
Willowbrook, Illinois 60521

email parcorp@parcorpsvcs.com
Phone 708/233-9413
Fax 708/233-9415

December 15, 1997

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-12/23/97--01013--004
*****70.00 *****70.00

Florida Department of State
Division of Corporations
Attn: New Filings
409 East Gaines Street
Tallahassee, FL 32399

Re: Filing of Articles of Incorporation for **The Curtiss Group of North America, Inc.**

Dear Sir/Madam:

Enclosed for filing is the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$70.00 to cover the filing fees. We have enclosed an extra copy for a stamped acknowledgement of receipt.

Please file these in your office as soon as possible and return the filed copies to me in the enclosed self-addressed stamped envelope.

If you have any questions, please call.

Sincerely,

David L. Surina

DLS/ds
Enclosures

FILED
97 DEC 23 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Q12-20-97

**STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
THE CURTISS GROUP OF NORTH AMERICA, INC.**

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
"THE CURTISS GROUP OF NORTH AMERICA, INC."

SECOND: The street address of the initial principal office of the corporation shall be 360 Coral Drive, SW, Ft. Walton Beach, FL 32548, and the mailing address of the corporation shall be the same.

THIRD: The 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.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation is 360 Coral Drive, SW, Ft. Walton Beach, FL 32548, and the name of its initial registered agent at such address is Fred M. Curtiss.

SIXTH: This corporation is to exist perpetually.


SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is Two, and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Fred M. Curtiss, 360 Coral Drive, SW, Ft. Walton Beach, FL 32548
Cynthia L. Parker, 638 Wood Hollow Drive, Marietta, GA 30067

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

David L. Surina: 7223 So. Route 83, Ste. 221, Willowbrook, IL 60521

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of December, 1997.



David L. Surina, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

THE CURTISS GROUP OF NORTH AMERICA, INC.

Acceptance by the Registered Agent as required in section 607.0501 (3)
F.S.: Fred M. Curtiss, is familiar with and accepts the obligations provided for in
Section 607.0505.

Dated: 12/15, 1997

BY


Fred M. Curtiss

97 DEC 23 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED