P98000032254

4/5/98

Andrews & Company
Requestor's Name

9436 west sample Rd.
Address

Coral Springs Fl. 33065
City   *State*   *ZIP*   *Phone*

954/752-8130

V A L I D A T I O N   O N L Y

FILED
98 APR -8 AM 10: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000002482310---6
-04/08/98--01036--001
*****70.00   *****70.00

CORPORATION(S) NAME

The NUK Group INC

Empire Toll Free: 1-800-432-3028

( ) Profit	( ) Amendment	( ) Merger
( ) NonProfit		
( ) Foreign	( ) Dissolution	( ) Mark
( ) Limited Partnership	( ) Annual Report	( ) Other
( ) Reinstatement	( ) Reservation	( ) Change of Registered Agent
( ) Certified Copy	( ) Photo Copies	( ) Certificate Under Seal
( ) Call When Ready	( ) Call If Problem	( ) After 4:30
( ) Walk In ( ) Will Wait	( ) Pick Up	( ) Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

cert-copy

K. Rolfe   APR   8 1998

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

OF

THE NMK GROUP, INC.

The undersigned incorporator, for the purpose of forming a
Corporation under the Florida General Corporation Act, Chapter
607 of the Florida Statues, hereby adopts the following Articles
of Incorporation:

ARTICLE ONE

CORPORATE NAME

The name of the Corporation shall be:

THE NMK GROUP, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for
which corporations may be incorporated under the Florida General
Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has
authority to issue, is 500   Shares, all of which shall be
common Shares with $ 1.00   Par value.

1

ARTICLE FIVE

PLACE OF BUSINESS

The street address of the principal place of business is

5373 N.W. 84th Terrace, Coral Springs, FL 33067

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 5373 N.W. 84th Terrace, Coral Springs, FL 33067

and the name of the initial registered agent at such address is Neal Kaiser

ARTICLE SEVEN

BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the Corporation as adopted by the stockholders; but, in no event, shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT

INITIAL DIRECTORS

The initial Board of Directors shall consist of one (1) member who shall hold office until the first annual meeting of the Corporation and whose name and address is as follows:

Neal Kaiser
5373 N.W. 84th Terrace
Coral Springs, FL 33067

ARTICLE NINE

INCORPORATOR

The name and address of each incorporator executing the Articles of Incorporation is as follows:

Neal Kaiser
5373 N.W. 84th Terrace
Coral Springs, FL 33067

ARTICLE TEN

COMMENCEMENT DATE

The Corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the Corporation by the Secretary of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as Incorporator of the Corporation this   Day of _____, 1998.

_____

STATE OF FLORIDA   )
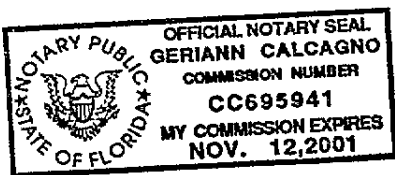
) SS:

COUNTY OF BROWARD)

BE IT REMEMBERED that on this day, before me, a Notary Public, ____ duly authorized in the State and County named above to take acknowledgments, personally appeared Neal Kaiser _____, to me known so be the person described as Incorporator in the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed said Articles of Incorporation.

WITNESS my hand and official seal in Coral Springs, Florida this 7th day of   April   , 1998.

My Commission Expires:

```
OFFICIAL NOTARY SEAL
GERIANN CALCAGNO
COMMISSION NUMBER
CC695941
MY COMMISSION EXPIRES
NOV. 12, 2001
```

_____
Notary Public
State of Florida

4

CERTIFICATE OF DESIGNATING RESIDENT

AGENT FOR SERVICE OF PURPOSE

Pursuant to Chapter 48.091, Florida Status, the undersigned
hereby designates Neal Kaiser
                as its Resident Agent to accept service of process
within this State.

_____
                                    Incorporator

The undersigned hereby accepts the foregoing designation of
Resident Agent for service of process with the State of Florida,
and agrees to comply with the provisions of the law applicable to
said designation.

_____
                Agent

FILED
98 APR -8 AM 10: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA