

P980000 32382
TRANSMITTAL LETTER

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

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-04/06/98--01143--008
*****78.75 *****78.75

SUBJECT: AcuTron International, Inc.
(Proposed corporate name - must include suffix)

4

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Keith Brian Magnant
Name (Printed or typed)

4090 Hodges Blvd. #2814
Address

Jacksonville, FL 32224
City, State & Zip

(904) 992-9606
Daytime Telephone number

FILED
98 APR -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEN APR 8 1998

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
*AcuTron International, Inc.***

FILED
98 APR -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the Corporation shall be: *AcuTron International, Inc.*

ARTICLE 2: PRINCIPLE PLACE OF BUSINESS

The principle place of business of this corporation shall be: *4090 Hodges Blvd. #2814 Jacksonville, FL 32224.*

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares that this corporation is authorized to have outstanding at any time is: 60,000.

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is: Keith Brian Magnant, whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: COMPROMISES AND REORGANIZATIONS

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors, or any class of them, or between this corporation and its shareholders, or any class of them, a meeting between any and all shareholders, or any class of shareholders to be affected by the proposed Compromise, arrangement, or reorganization, shall be summoned in such a manner as the corporation directs. If a majority of shareholders or of any class of shareholders agree to the compromise, arrangement, or reorganization, the compromise, arrangement, or reorganization, if sanctioned by the shareholders representing the majority of the shareholders in the corporation, shall be binding on all the shareholders or class of shareholders and on the corporation.


ARTICLE 6: Any action required or permitted by the ACT to be taken at an annual or special meeting of shareholders maybe taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents signed by sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

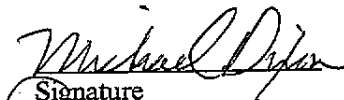
Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

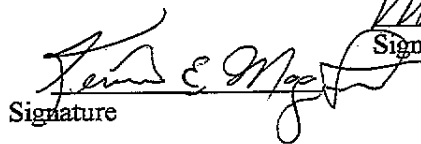
ARTICLE 7: INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are: Keith Brian Magnant, 4090 Hodges Blvd. #2814 Jacksonville, FL 32224; Michael John Dixon 4090 Hodges Blvd. #2814 Jacksonville, FL 32224; and Kevin Eugene Magnant, 8801 Baumhoff Ave. Sparta, MI 49345.

The undersigned incorporators have executed these Articles of Incorporation this 6th Day of February 1997.


Signature


Signature


Signature

Articles of Incorporation
Filing Fee -- \$35.00

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: *AcuTron International, Inc.*

2. The name and address of the registered agent and registered office is:
Keith Brian Magnant
4090 Hodges Blvd. #2814
Jacksonville, FL 32224

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PALVE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Signature of Registered Agent

2-9-98

Date

Designation of Registered Agent
Filing Fee - \$35.00

FILED
98 APR -6 AM 9: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA