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P 98 0000 40855

April 25, 1998

State of Florida Dept. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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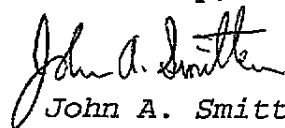
Re: My client, Kirschner Corporation

To Whom it May Concern:

Enclosed please find my client's articles of incorporation and filing fee of \$122.50. Please return a certified copy of the articles (fee included), using the enclosed envelope. Thank You.

FILED
98 MAY -4 PM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,


John A. Smitten, Esq.

enc/jas
cc: U. Kirschner

R. GHESSER MAY 6 1998

ARTICLES OF INCORPORATION
OF
KIRSCHNER CORPORATION

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KIRSCHNER CORPORATION

The principal place of business of this corporation shall be 3804 Brooksworth Avenue, Tarpon Springs, Florida 34689.

FILED
98 MAY -4 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3804 Brooksworth Avenue, Tarpon Springs, Florida 34689 and the name of the initial registered agent of the corporation at that address is Uwe Kirschner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

The number of directors constituting the initial Board of Directors shall be two, and the names and addresses of the persons who are to serve as members are as follows:

Uwe Kirschner	3804 Brooksworth Avenue, Tarpon Springs, Florida 34689
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Helga Kirschner	3804 Brooksworth Avenue, Tarpon Springs, Florida 34689
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ARTICLE VIII. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Uwe Kirschner	3804 Brooksworth Avenue, Tarpon Springs, Florida 34689
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IN WITNESS WHEREOF, we, the undersigned incorporators and authorized agents of KIRSCHNER CORPORATION hereunto set our hand and seal on this 27th day of April, 1998.

By: 
Uwe Kirschner

DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE

The initial Registered Agent is Uwe Kirschner, 3804 Brooksworth Avenue, Tarpon Springs, Florida 34689. By his signature below he hereby accepts.



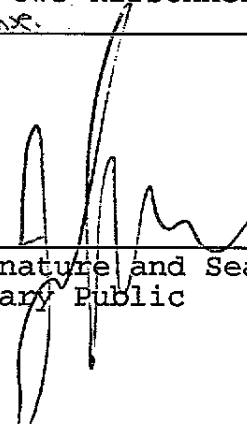
Uwe Kirschner

STATE OF FLORIDA
COUNTY OF PINELLAS

29th The foregoing instrument was acknowledged before me on this 29th day of April, 1998, by Uwe Kirschner, who is personally known to me or produced PL license as identification.



JOHN F MCGUIRE
My Commission CC398030
Expires Aug. 07, 1998
Bonded by HAI
800-422-1555



Signature and Seal of
Notary Public

FILED
98 MAY -4 PM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA