

P980000068474

Charles Ballo & Associates Inc.
1391 E. Sample Road
Pompano Beach, Fl. 33064
(954)782-8800
e-mail: cbaltax@gate.net

July 31, 1998

Corporate Records Bureau
Division of Corporations
Dept. of State
PO Box 6327
Tallahassee, Fl. 32301

200002605822--0
-08/03/98--01109--004
*****70.00 *****70.00

Re: Hardware World Productions, Inc.

Gentlemen:

Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 representing the following:

Filing fees	\$35.00
Registered Agent Designation	35.00
	\$70.00

I would appreciate your recording this corporation and returning same to our office at your earliest convenience.

Very truly yours,



Anthony Ballo

FILED
98 AUG -3 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/18-6-98

**Articles of Incorporation
of
Hardware World Productions, Inc.**

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

ARTICLE 1 NAME

The name of the corporation shall be:

Hardware World Productions, Inc.

The principal place of business of this corporation shall be:

13870 Oneida Drive, Suite C-2
Delray Beach, FL 33446

FILED
98 AUG -3 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names(s) and street address(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Todd Greenhouse	13870 Oneida Drive, C-2 Delray Beach, FL 33446	Pres.
Caroline Greenhouse	13870 Oneida Drive, C-2 Delray Beach, FL 33446	Secty-Treas.

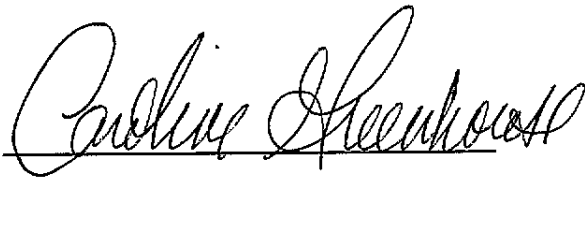
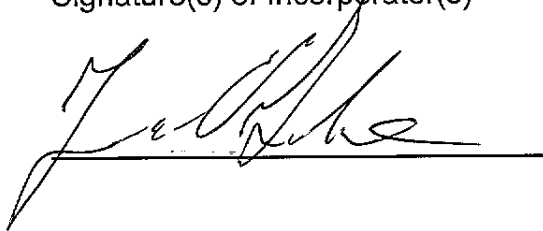
ARTICLE VI INCORPORATORS

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

Todd Greenhouse	13870 Oneida Drive, C-2, Delray Beach, FL 33446
Caroline Greenhouse	13870 Oneida Drive. C-2, Delray Beach, FL 33446

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 30 day of July 1998.

Signature(s) of Incorporator(s)



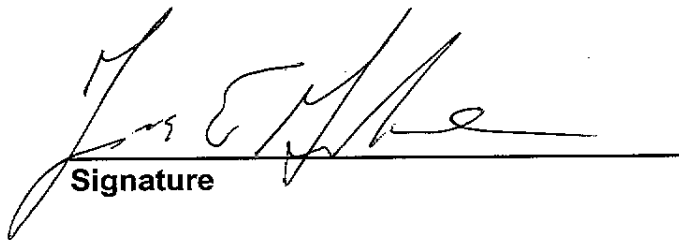
CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, 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: Hardware World Productions, Inc.
2. The name and address of the registered agent and office is:

Todd Greenhouse
13870 Oneida Drive, Suite C-2
Delray Beach, FL 33446

HAVING BE NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Signature

FILED
98 AUG -3 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA