



THE UNITED STATES
CORPORATION
COMPANY

*Please Date - Stamp
the end photocopy.*
P98000069068

ACCOUNT NO. : 072100000032

REFERENCE : 915874 7143723

AUTHORIZATION :

Patricia Puyito

COST LIMIT : \$ 70.00

ORDER DATE : August 4, 1998

ORDER TIME : 3:35 PM

ORDER NO. : 915874-005

CUSTOMER NO: 7143723

CUSTOMER: Peggi Jeffcoat, Legal Asst
VINCE BRUNER & ASSOCIATES

110 Eglin Parkway, S.E.

200002607482--1

Fort Walton Bea, FL 32548

DOMESTIC FILING

NAME: MAXELL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

2544
WJW 8/7/98

FILED
98 AUG -4 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
8/7/98
RECEIVED
98 AUG -4 PM 4:10



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MAXELL, INC.
Ref. Number: W98000017776

We have received your document for MAXELL, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 198A00040953

Attn: Dows

RECEIVED
98 AUG -7 AM 10:38
DIVISION OF CORPORATION

RESUBMIT

Give original
date as file date.

FILED

98 AUG -4 PM 12:37

ARTICLES OF INCORPORATION

OF

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

MAXELL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MAXELL, INC.

The address of the principal office of this corporation shall be 110 Elgin Parkway, Southeast, Fort Walton Beach, Florida 32548, and the mailing address of the corporation shall be the same.

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 1000 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Vincent M. Bruner	110 Eglin Parkway
Dir.	Fort Walton Beach, Florida 32548

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Vincent M. Bruner Pres.	110 Eglin Parkway Ft. Walton Beach, Florida 32548
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Max Bruner, Jr. V. Pres.	Same
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Tommy Henry Treas.	Same
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Vic Deal Sec.	Same
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ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 4, 1998.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

FILED

98 AUG -4 PM 12:37

ACCEPTANCE OF REGISTERED AGENT DESIGNATED SECRETARY OF STATE
IN ARTICLES OF INCORPORATION TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

CHS/jjw