



SIR TAX

Accounting, Consulting, Strategic Tax Planning & IRS Representation

1930 Tyler Street ~ Hollywood, Fl. 33020 ~ Telephone (954) 922-1903 ~ Facsimile (954) 926-6770

Of Counsel: R. Kevin Cross, E.A. ~ Enrolled Agent, Public Accountant, & Financial Counselor

*R. Kevin Cross, E.A. - is
enrolled in the Internal Revenue Service*

12 August 1998

Department of State
Division of Corporations
Attn.: New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

200002614742--9
-08/13/98-01050-001
****122.50 ****122.50

Ref.: PROCESS INDUSTRIAL SUPPLY, INC.

RECEIVED DATE
8-12-98

Dear Sirs:

Please incorporate the above referenced corporation effective
July 14, 1998, and mail filed articles to:

Jaime Echeverri
1904 Harrison Street
Hollywood, Florida 33020

Thank you for your continued assistance in these matters.

FILED
98 AUG 13 AM 9:08
STATE OF FLORIDA
TALLAHASSEE

Sincerely,

R. Kevin Cross, E.A.
Accountant & Tax Consultant.

RKC/PIS

LET CORP.DOC

Member of: National Society of Public Accountants ~ National Association of Enrolled Agents ~
Florida Association of Enrolled Agents ~ Christian Financial Concepts, Inc.
Visit our Internet Homepage at: <http://members.aol.com/sirtax/stand.htm>
E-mail Addresses: sirtax@aol.com

AUG 17 1998

ARTICLES OF INCORPORATION
OF
PROCESS INDUSTRIAL SUPPLY, INC.

FILED
98 AUG 13 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be: Process Industrial Supply, Inc.

EFFECTIVE DATE
8-12-98

The principal place of business of this corporation shall be: 1904 Harrison Street / Hollywood, Florida 33020

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, country, 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: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective date August 12, 1998.

ARTICLE V - OFFICERS & DIRECTORS

The name(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):

Jaime Echeverri, President & CEO
1904 Harrison Street
Hollywood, Florida 33020

Miguel Lopez, Vice President
1904 Harrison Street
Hollywood, Florida 33020

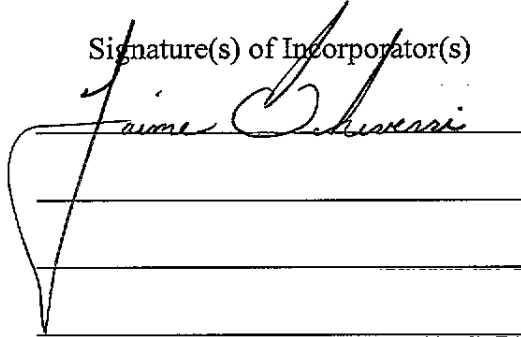
ARTICLE VI - INCORPORATOR(S)

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

Jaime Echeverri
1904 Harrison Street
Hollywood, Florida 33020

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12th day of August, 1998

Signature(s) of Incorporator(s)

A handwritten signature in cursive script, appearing to read "Jaime Echeverri", is written over a set of four horizontal lines. The signature is written in dark ink and is somewhat stylized.

STATE OF FLORIDA.
COUNTY OF BROWARD.

THE FOREGOING instrument was acknowledged and sworn to 12th day of August, 1998, by Jaime Echeverri, of Process Industrial Supply, Inc.

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.

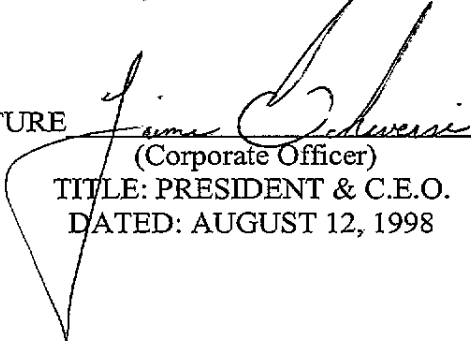
The name of the corporation is:

Process Industrial Supply, Inc.

The name and address of the registered agent and office is:

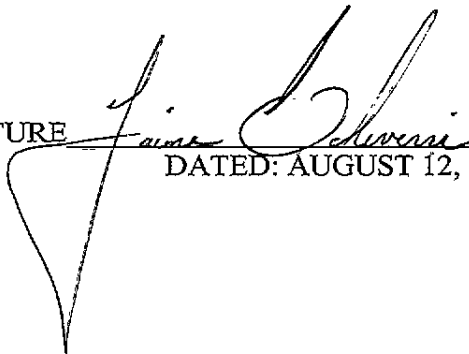
Jaime Echeverri
1904 Harrison Street
Hollywood, Florida 33020

SIGNATURE


(Corporate Officer)
TITLE: PRESIDENT & C.E.O.
DATED: AUGUST 12, 1998

HAVING BEEN 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 OF THE FLORIDA STATUTES.

SIGNATURE


(Registered Agent)
DATED: AUGUST 12, 1998

FILED
98 AUG 13 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA