

P98000073051

Paul J. Burns, Esq.

12525 Walsingham Road
Largo, Florida 33774

Member of FL & NJ Bars

(813) 595-4540
Fax: (813) 596-1016

Re: PACK N WRAP, INC.

300002596793-3
-07/23/98-01083-013
*****78.50 *****78.50

Dear Clerk:

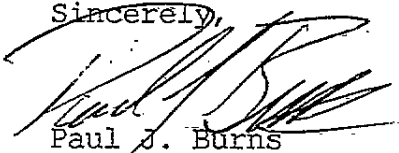
Kindly file the enclosed Articles of Incorporation

Enclosed is a check in the amount of \$78.50

Please return 1 copy/~~certified~~ copy to my office, and Cert. of Standing.

If you have any questions do not hesitate to contact my office.

Sincerely,


Paul J. Burns

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 20 PM 3:45

~~4498-10-100~~
8-20
WS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 27, 1998

PAUL J. BURNS, ESQ.
12525 WALSINGHAM RD.
LARGO, FL 33774

SUBJECT: PACK N WRAP, INC.
Ref. Number: W98000016966

We have received your document for PACK N WRAP, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 398A00039406

ARTICLES OF INCORPORATION

OF

PACK N WRAP, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is PACK N WRAP, INC.

ARTICLE TWO
DURATION

The term of duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE FOUR
STOCK

The aggregate number of shares which the corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$1.00.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 20 PM 3:45

**ARTICLE FIVE
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 150th Avenue, Suite B & C, Madeira Beach, Fl 33708, and the name of the initial registered agent at such address is Joseph M. Triolo.

**ARTICLE SIX
PRINCIPAL OFFICE**

The street address of the principal office and mailing address of the corporation is 200 150th Avenue, Suite B & C, Madeira Beach, Fl 33708.

**ARTICLE SEVEN
DIRECTORS**

The board of directors of the corporation shall consist of two (2) members and may be changed from time to time in accordance with the By-laws of the corporation. The initial Board of Directors shall consist of Joseph M. Triolo and G. Elizabeth Triolo.

**ARTICLE EIGHT
INCORPORATORS**

The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Florida 33774.

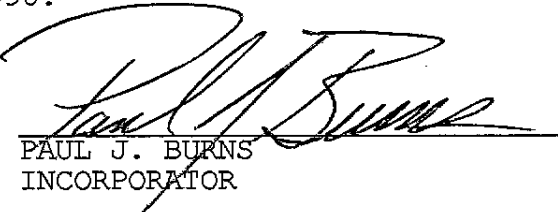
ARTICLE NINE
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 26th day of June, 1998.


PAUL J. BURNS
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 26th day of June, 1998, by Paul J. Burns, who is personally known to me or who has produced a Florida Drivers license as identification.

 (Seal)
NOTARY PUBLIC
Jeffrey W Lindelof
My Commission CC603120
Expires November 21, 2000

My Commission Expires:

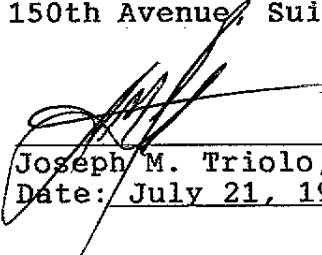

Notary Public

Jeffrey W. Lindelof
Print Name of Notary Public
Commission No.: CC-603120
11/21/2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is **PACK N WRAP, INC.**
2. The name and address of the registered agent and office is Joseph M. Triolo, 200 150th Avenue, Suite B & C, Madeira Beach, Fl 33708.

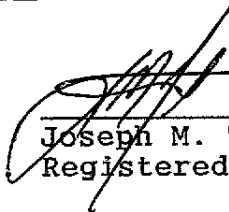


Joseph M. Triolo, Director
Date: July 21, 1998

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby 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.

DATED this 21st day of July, 1998.



Joseph M. Triolo
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 20 PM 3:46