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TRANSMITTAL LETTER

Monday, November 16

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/18/98--01080--010
*****78.75 *****78.75

SUBJECT: Andalite Industries Incorporated

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
\$78.75 Filing Fee & Certificate.

FROM: Myriam L. Murphy
2030 White Feather Lane
Nokomis, FL 34275
941 485-3150 (daytime telephone number)

FILED
98 NOV 18 AM 9:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOV 23 1998
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ARTICLES OF INCORPORATION

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

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Andalite Industries Incorporated

ARTICLE II PURPOSE AND POWERS OF THE CORPORATION

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be organized under the laws of the State of Florida, and to have all powers which are afforded corporations under the laws of the State of Florida.

ARTICLE III DURATION OF CORPORATION

The duration of this corporation shall be perpetual.

ARTICLE IV MINIMUM CAPITALIZATION

The total amount of initial capitalization of this corporation is \$1,000.

ARTICLE V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE VI PAR VALUE

The stock shall have a par value of \$1.00.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Myriam L. Murphy
2030 White Feather Lane
Nokomis, Florida 34275

ARTICLE VIII PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2030 White Feather Lane
Nokomis, Florida 34275

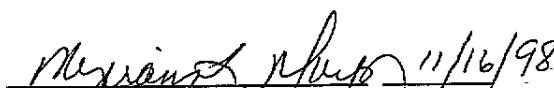
ARTICLE IX INCORPORATORS

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



Edward I. Closuit
2030 White Feather Lane
Nokomis, FL 34275

11/16/98



Myriam L. Murphy
2030 White Feather Lane
Nokomis, FL 34275

11/16/98

ARTICLE X NUMBER OF DIRECTORS

The number of directors of this corporation is two.

ARTICLE XII NAME AND ADDRESSES OF INITIAL DIRECTORS

The names and addresses of the initial directors of this corporation are as follows:

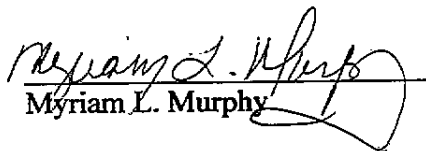
Name	Address
Myriam L. Murphy	2030 White Feather Lane, Nokomis, FL 34275
Edward I. Closuit	2030 White Feather Lane, Nokomis, FL 34275

ARTICLE XII PREEMPTIVE RIGHTS

This corporation shall have preemptive rights for all shareholders.

CLOSINGS AND SIGNATURES

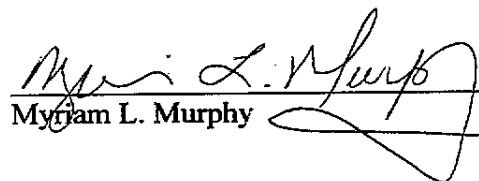
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

 11/16/98
Myriam L. Murphy

I certify that all of the facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming a business corporation under the laws of the State of Florida.

Dated : November 16, 1998


Edward I. Closuit


Myriam L. Murphy

