



ACCOUNT NO. : 07210000032 REFERENCE: 060026 4726134 COST LIMIT : \$ 78.75 ORDER DATE : December 10, 1998 ORDER TIME : 11:13 AM ORDER NO. : 060026-005 400002708944-CUSTOMER NO: 4726134 CUSTOMER: Annette Ryan, Legal Assistant STEARNS WEAVER MILLER WEISSLER STEARNS WEAVER MILLER WEISSLER Suite 2200 401 East Jackson Street Tampa, FL 33602 DOMESTIC FILING NAME: _AR-JOY CORPORATION EFFECTIVE_DATE: XX ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: ___ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Janna Wilson EXAMINER'S INITIALS: W98-2776Le



DIVISION OF CORPORATIONS

98 DEC 10 PM 5: 14

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 10, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: AR-JOY CORPORATION Ref. Number: W98000027766



We have received your document for AR-JOY CORPORATION and the authorization to debit your account in the amount of \$78.75. 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

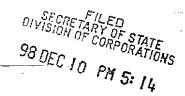
Letter Number: 898A00058499

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12/9/98

ARTICLES OF INCORPORATION OF

AR-JOY OF TAMPA, INC.



ARTICLE ONE - NAME

The name of this corporation is: AR-JOY OF TAMPA, INC.

ARTICLE TWO - DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE THREE - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is: c/o I.C.I. Group Companies, Inc., 3805 West San Nicholas Street, Tampa, Florida 33629.

ARTICLE SIX - REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office is Lawrence J. Bailin, Esq., 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws. The individuals who are to serve as the initial members of the Board of Directors of the corporation are as follows:

Aric Levy

1200 Sheppard Ave., East - Suite 106 Willowdale, Ontario, Canada M2K-255

Joy Levy

1200 Sheppard Ave., East - Suite 106 Willowdale, Ontario, Canada M2K-255

ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Lawrence J. Bailin, Esq., 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE NINE - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE TEN - BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE ELEVEN - INFORMAL SHAREHOLDER ACTION

The holders of outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704.

Lawrence J. Bailin, as

Incorporator

oath.

> ANNETTE S. RYAN MY COMMISSION # CC 724056 EXPIRES: March 29, 2002 Bonded Thru Notary Public Underwriters

My Commission Expires:

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

> Lawrence J. Bailin, as Registered Agent

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