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December 17, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-12/21/98--01086--001
****122.50 *****78.75

RE: Bradenton Scientific Incorporated

Dear Sir or Madam:

Enclosed please find two signed copies of the Articles of Incorporation for Bradenton Scientific Incorporated. After the Articles have been filed, please return a certified copy of my office. I have enclosed a check in the sum of \$122.50 which represents the filing fee for said corporation. Thank you.

Very truly yours,



CARROL F. DILLON

CFD:fdd

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 8:10

ARTICLES OF INCORPORATION

OF

BRADENTON SCIENTIFIC INCORPORATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 8:10

The undersigned signers of these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is Bradenton Scientific Incorporated.

ARTICLE II

PURPOSE

The general nature of the business to be transacted by the Corporation is research, design, developing, manufacturing, marketing and distribution of electrical products of all kinds and any components thereof and any other products not prohibited by law and any other business authorized by the laws and statutes of the State of Florida.

To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any authority herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principal or agent, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes, or authority.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue is six thousand (6,000) shares of common stock with no par value. Such shares shall be of a single class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and such shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The initial post office address of the principal place of business of this Corporation in the State of Florida is 5515 15th Street East, Bradenton, Florida 34203. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

ARTICLE V

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Craig Suits	2305 Florida Boulevard Bradenton, FL 34207
Thomas N. Shimmell	911 137th Street East Bradenton, FL 34202
Hugh R. Herring	1257 17th Street Sarasota, FL 34234
Geraldine Elyse Miller	2305 Florida Boulevard Sarasota, FL 34207

ARTICLE VI

INCORPORATORS

The names and addresses of each incorporator is as follows:

<u>Name</u>	<u>Address</u>
Craig Suits	2305 Florida Boulevard Bradenton, FL 34207
Thomas N. Shimmell	911 137th Street East Bradenton, FL 34202
Hugh R. Herring	1257 17th Street Sarasota, FL 34234
Geraldine Elyse Miller	2305 Florida Boulevard Sarasota, FL 34207

ARTICLE VII

PREEMPTIVE RIGHTS - AUTHORIZED

Each shareholder of the Corporation shall have the right to purchase, subscribe

for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or to her instrument of instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE VIII

REGISTERED AGENT

The street address of the corporation's initial registered office is 5515 15th Street East, Bradenton, Florida 34203 and the name of its initial registered agent at that office is CRAIG SUITS.


ARTICLE IX

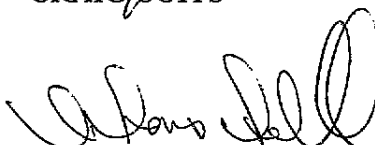
AMENDMENT

These Articles of Incorporation may be amended from time to time by the Board

of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 16th day of December, 1998.


CRAIG SUITS


THOMAS N. SHIMMELL


HUGH R. HERRING


GERALDINE ELYSE MILLER

STATE OF FLORIDA :

COUNTY OF SARASOTA :

The foregoing instrument was acknowledged before me this 16th day of December, 1998 by CRAIG SUITS, THOMAS N. SHIMMELL, HUGH R. HERRING and GERALDINE ELYSE MILLER, who are personally known to me or who produced

_____ as identification.



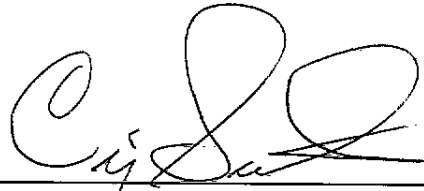
Lynn F. Wellslager
NOTARY PUBLIC

My Commission Expires: 3/5/02

ACCEPTANCE

I, CRAIG SUITS, having been appointed registered agent of BRADENTON SCIENTIFIC INCORPORATED, in the Articles of Incorporation dated December 16, 1998, confirm my acceptance therein and confirm that I am familiar with and have accepted the obligation of that position.

DATED this 16th day of December, 1998.

A handwritten signature in black ink, appearing to read "Craig Suits", written over a horizontal line.

CRAIG SUITS
Registered Agent
5515 15th Street East
Bradenton, Florida 34203

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 8:10