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ACCOUNT NO. : 072100000032

REFERENCE : 085046 7138741

AUTHORIZATION : *Patricia Pizoto*

COST LIMIT : \$ 70.00

ORDER DATE : December 31, 1998

ORDER TIME : 9:53 AM

ORDER NO. : 085046-005

CUSTOMER NO: 7138741

600002734716--4

CUSTOMER: Mr. Daniel S. Friebis  
MR. DANIEL S. FRIEBIS  
MR. DANIEL S. FRIEBIS  
Suite B-1  
3890 Turtle Creek Drive  
Port Orange, FL 32127

RECEIVED

99 JAN -8 PM 12:14

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: BECKER DESIGNS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

*JP* 1/8/99

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99 JAN -8 PM 4:32  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF

BECKER DESIGNS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BECKER DESIGNS, INC.

The address of the principal office of this corporation shall be 2090 South Nova Road, Unit AA13, South Daytona, Florida 32119, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3890 Turtle Creek Drive, Suite B-1, Port Orange, Florida 32127 and the name of the initial registered agent of the corporation at that address is Daniel S. Friebis.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

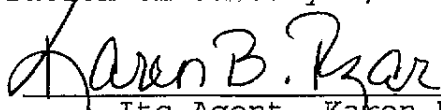
Daniel S. Friebis	3890 Turtle Creek Drive, Suite B-1, Port Orange, Florida 32127
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 8, 1999.

  
\_\_\_\_\_  
Its Agent, Karen B. Rozar

TAP/SARA LEA

FILED  
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DIVISION OF CORPORATIONS

99 JAN -8 PM 4: 32

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Daniel S. Friebis, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BECKER DESIGNS, INC.

Daniel S. Friebis is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Daniel S. Friebis