

LETTER OF TRANSMITTAL

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Date

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

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-01/15/99--01051--001
****122.50 *****78.75

Re: INNOVATIVE Surface Technologies, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Chris DiSanto
(individual's name)

Innovative Surface Technologies
(name of corporation)

MAILING ADDRESS OF CORPORATION		
9491 UMMERTON Rd.		
LARGO, FL 33771		
(727)	PHONE	518-8942
(727)	455-8494	
Area Code	Number	Ext.

E. BROOK JAN 20 1999

ARTICLES OF INCORPORATION

of

Innovative Surface Technologies, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Innovative Surface Technologies, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares (500) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Innovative Surface Technologies, Inc.</u>		
ADDRESS	<u>9491 Uimerton Rd.</u>		
CITY	<u>LARGO, FL</u>	FLORIDA	ZIP <u>33771</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Christopher A. DiGiulio II</u>		
ADDRESS	<u>9491 Uimerton Rd.</u>		
CITY	<u>LARGO</u>	FLORIDA	ZIP <u>33771</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Christopher Andrew DiGiulio JR</u>		
ADDRESS	<u>3344 BARNSDALE DR</u>		
CITY	<u>LARGO</u>	STATE <u>FL</u>	ZIP <u>33771</u>
NAME	<u>JASON Reed Stell</u>		
ADDRESS	<u>2001 Westley Court SAFtey Harbor FLA</u>		
CITY	<u>SAFtey Harbor</u>	STATE <u>FLA</u>	ZIP <u>34695</u>
NAME			
ADDRESS			

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99 JAN 15 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Christopher A. DiGiulio II		
ADDRESS	9491 Wilmerton Rd.		
CITY	LARGO	STATE	FL ZIP 33771
NAME	JASON Stell		
ADDRESS	2001 WILMERTON Westley Ct.		
CITY	SAFETY Harbor	STATE	FL ZIP 34695
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 5 day of January, 19 99.

✓ Christopher A. DiGiulio, II (Seal)
 (Christopher A. DiGiulio, II)
 ✓ Jason R. Stell (Seal)
 (JASON R. STELL)
2-(Two) Officers (Seal)

STATE OF FLORIDA

COUNTY OF Pinellas)

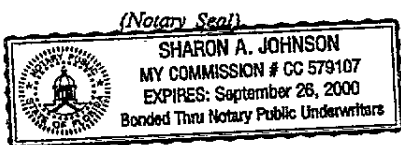
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before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Christopher A. DiGiulio II
JASON R. Stell

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 5 day of January, 19 99.



Sharon A. Johnson
 (Notary Public, State of Florida at Large)
 My Commission expires:

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

INNOVATIVE Surface Technologies, Inc.
(name of corporation)

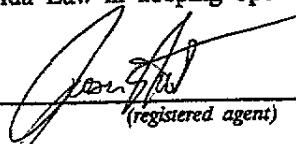
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 9491 Wilmerton Rd.
LARGO, FL. 33771

has named JASON R. STELL
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 15 AM 11:19

FILED