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Peter Makris
2110 Drew Street
Clearwater, FL 33765

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6/16/99

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

FILED
99 JUN 24 PM 4: 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very truly Yours,

Peter Makris C.P.A., P.A.

Peter Makris

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ARTICLES OF INCORPORATION
OF
VICTOR INTERNATIONAL U.S.A., INC.

FILED
99 JUN 24 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

VICTOR INTERNATIONAL U.S.A., INC.

The principal place of business of this corporation shall be: 543 NORTH PINELLAS AVENUE, TARPON SPRINGS, FLORIDA 34689.

The mailing address of this corporation shall be 543 NORTH PINELLAS AVENUE, TARPON SPRINGS, FLORIDA 34689.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of 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 that this corporation is authorized to have outstanding at any one time is 10, 000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have two directors and two officers, initially. The names and street addresses of the initial directors and officers who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed are:

J. Bernard Smithson
President

224 Stow Hill Newport
South Wales, NP9 4HB
England

Constantine Michalopoulos
Vice President / Secretary

512 Wayfarer Drive
Tarpon Springs, FL 34689

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to the

Articles of Incorporation is:

Constantine Michalopoulos

512 Wayfarer Drive
Tarpon Springs, FL 34689

IN WITNESS WHEREOF, the under signed incorporator has executed these
Articles of Incorporation this 16th day of June 1999.

Signature of Incorporator

x Constantine Michalopoulos
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me
this 16th day of June, 1999, by CONSTANTINE
MICHALOPOULOS of VICTOR INTERNATIONAL U.S.A., INC.

Notary Public

Mary Hankenhof
My Commission Expires: _____

OFFICIAL NOTARY SEAL
MARY HANKENHOF
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC654680
MY COMMISSION EXP. JUNE 10, 2001

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

FILED
99 JUN 24 PM 4: 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:

VICTOR INTERNATIONAL U.S.A., INC.

2. The name and address of the registered agent and office is:

Name: CONSTANTINE MICHALOPOULOS

Address: 543 NORTH PINELLAS AVENUE

City: TARPON SPRINGS State: FLORIDA Zip: 34689

SIGNATURE 
(Corporate Officer)

TITLE: VICE PRESIDENT/SECRETARY

DATE: 6/16/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 

DATE: 6/16/99