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LARSON & LARSON, P.A.

ATTORNEYS AT LAW  
Practicing Domestic & International  
Patent Trademark & Copyright Law  
Trial and Appellate Litigation

H. WILLIAM LARSON  
HERBERT W. LARSON  
ALSO ADMITTED IN DELAWARE AND THE DISTRICT  
OF COLUMBIA AND REGISTERED TO PRACTICE  
BEFORE THE U. S. PATENT AND TRADEMARK  
OFFICE. (REG. NO. 21008).

JAMES E. LARSON  
REGISTERED TO PRACTICE BEFORE THE  
U. S. PATENT AND TRADEMARK OFFICE  
(REG. NO. 37867).

August 24, 1999

11199-69th STREET NORTH  
LARGO, FL 33773-5504  
727-546-0660  
FAX 727-545-1595

BATTAGLIA, ROSS, DICUS & WEIN, P.A.  
TRIAL COUNSEL

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

100002973991--8  
-08/30/99--01122--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Incorporation of Buy Wholesale, Inc.  
My File 1109

Dear Madam Secretary:

Enclosed in connection with the above is the Articles of Incorporation and a check for \$70.00 to cover the cost. Please direct all correspondence to the undersigned. Thank you in advance for your assistance.

Very truly yours,

LARSON & LARSON, P.A.



H. William Larson

Enclosure

FILED  
99 AUG 30 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. Rolfe SEP 02 1999

**ARTICLES OF INCORPORATION  
OF  
BUY WHOLESALE, INC.**

**FILED**  
99 AUG 30 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is BUY WHOLESALE, INC.
2. The address of its registered office in the State of Florida is 14105 McCormick Drive, Tampa, FL 33626. The name of the corporation's registered agent at such address is Steven J. Conforti.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.
4. The total number of shares of stock which the corporation is authorized to issue is one hundred thousand (100,000) shares no par value.
5. The business and affairs of the corporation shall be managed by the Board of Directors, and the directors need not be elected by ballot unless required by the By-Laws of the corporation.
6. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized to adopt, amend or repeal the By-Laws.
7. The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.
8. The incorporator is Michael J. Conforti at the following address: 14105 McCormick Drive, Tampa, FL 33626.
9. The name and mailing address of the person who shall serve as director until the first annual meeting of the stockholders or until successors are elected and qualified is:

NAME

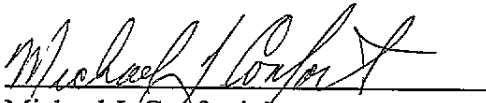
MAILING ADDRESS

Michael J. Conforti

14105 McCormick Drive, Tampa, FL 33626

10. The principal address and mailing address of the corporation is 14105 McCormick Drive,  
Tampa, FL 33626.

I, **THE UNDERSIGNED**, being the incorporator, for the purpose of forming a corporation  
under the Laws of the State of Florida, do make, file and record this Certificate of Incorporation,  
certifying that the facts herein stated are true, and, accordingly, have hereto set my hand and seal this  
August 24, 1999.

  
Michael J. Conforti, Incorporator

**FILED**  
99 AUG 30 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**ACCEPTANCE OF REGISTERED AGENT**


I, **THE UNDERSIGNED**, accept appointment as registered agent for BUY WHOLESALE,  
INC. and state that I am familiar with and accept the obligations provided for in § 607.0505 Florida  
Statutes.

  
Stephen Conforti, Registered Agent

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this August 24, 1999 by Stephen  
Conforti and Michael Conforti, who are both personally known to me.

  
Herbert W. Larson  
Notary Public

 Herbert W. Larson  
My Commission CC815082  
Expires April 16, 2003