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J. Michael Shea, J.D.

September 20, 1999

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

300002995853--2
-09/24/99-01024-010
****122.50 *****78.75

RE: INTERNATIONAL MILL WORKS, INC.

Dear Sir or Ma'am:

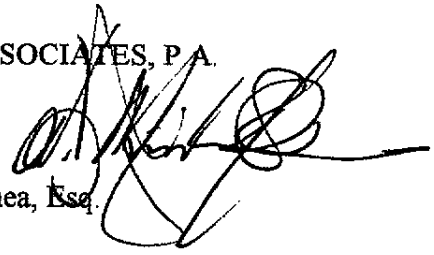
Enclosed is an one (1) original and one (1) copy of the Articles of Incorporation for the above listed corporation. Please file the original in your offices. In addition, please certify and return to our offices one (1) certified copy of the Articles of Incorporation.

We are enclosing our check in the amount of \$122.50 covering the filing and certification of the Articles of Incorporation for the above listed corporation.

If you have any questions, please do not hesitate to contact the undersigned. Your help and cooperation in this matter is greatly appreciated.

Respectfully,

SHEA & ASSOCIATES, P.A.



J. Michael Shea, Esq.
JMS/cs
Enclosures

cc: Joseph M. Zrelak

FILED
99 SEP 24 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: 9-22-99

ARTICLES OF INCORPORATION
OF
INTERNATIONAL MILL WORKS, INC.

FILED
99 SEP 24 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for profit, pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be **INTERNATIONAL MILL WORKS, INC.**

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on filing these articles with the Secretary of State.

ARTICLE III - 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 IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3602 Bay to Bay Boulevard, Tampa, Florida, 33629 and the name of the initial registered agent for this corporation at such address is J. Michael Shea, Esquire, 419 West Platt Street, Tampa, Florida, 33606.

ARTICLE VI - QUORUM

Unless otherwise provided for in the corporation's by-laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VII - SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII - DIRECTORS

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time in the manner provided in the by-laws, but shall never be less than one. The name and address of the initial director of the corporation who shall hold office until their successors are elected and have qualified, and their respective interest in this corporation is as follows:

**JOSEPH M. ZRELAK,
PRESIDENT, SECRETARY, TREASURER
3602 Bay to Bay Boulevard
Tampa, Florida 33629
One Hundred Percent Interest (100%)**

ARTICLE IX - INCORPORATORS

The name and address of the corporations incorporator is:

**J. Michael Shea, Esquire
419 West Platt Street
Tampa, Florida 33606**

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its officers, directors, and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE XI - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property, or past services in addition to that stock authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of Sept., 1999.

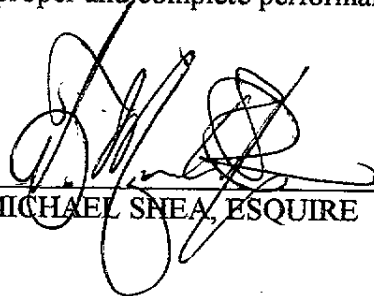


J. MICHAEL SHEA, ESQUIRE
Incorporator and Registered Agent

REGISTERED AGENT DESIGNATION

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 relative to the proper and complete performance of my duties.

Dated: 21 Sep, 1999


J. MICHAEL SHEA, ESQUIRE

INCORPORATORS RESIGNATION

I, J. Michael Shea currently the Incorporator of International Mill Works, Inc., a Florida Corporation, do hereby submit my assignment of my subscription to the original subscription and hereby transfer it to Joseph M. Zrelak and this shall take effect upon the date of the Lieu of the Organizational Meeting.

DATED: Sept 21/51 day of September, 19 99


J. MICHAEL SHEA, ESQ.
INCORPORATOR

FILED
99 SEP 24 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA