

P99000093525

October 6, 1999

Department of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, FL 32399

900003020639--0
-10/21/99--01057--001
*****78.50 *****78.50

Re: Articles of Incorporation
Industrial Financing, Inc.

Dear Madam or Sir:

In regard to the above referenced matter, please find enclosed original and copy of the Articles of Incorporation regarding the above corporation.

I am also enclosing a check, in the amount of \$78.50 to cover the costs of filing.

Please return a filed copy of the articles, directly to the undersigned, as incorporator.

Sincerely,


Frank Scannavino

Enclosures

DEPT. OF STATE
TALLAHASSEE, FLORIDA

99 OCT 21 AM 9:42

FILED

ajc
10/25

**ARTICLES OF INCORPORATION
OF
INDUSTRIAL FINANCIAL CORP.**

FILED
99 OCT 21 AM 9:42
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be INDUSTRIAL FINANCIAL CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal office of the corporation shall be 2499 Glades Road, Suite 308, Boca Raton, Florida 33431.

ARTICLE III - NATURE OF THE BUSINESS

This corporation may engage or transact in any of all lawful activities permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV - SHARES

The number of shares that this corporation shall have the authority to have outstanding at any one time is 10,000 shares of common stock, having a par value of \$0.01 per share.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered agent of the corporation is 16616 NW 70th Court, Miami Lakes, Florida 33014 and the name of the registered agent is Jorge R. Gonzalez.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business 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 initially have two (2) directors. The names and addresses of the initial members of the Board of Directors are:

FRANK SCANNAVINO
2499 Glades Road, #308
Boca Raton, FL 33431

ANATOL TOPOLEWSKI
165 Archer Avenue
Mundelein, Illinois 60060

ARTICLE VIII - BY-LAWS

The power to adopt, amend, alter or repeal by-laws shall be vested exclusively in the shareholders of the corporation.

ARTICLE IX - INITIAL ISSUANCE OF STOCK

Shares of capital stock in the corporation shall be issued initially to the following shareholder, in the amount set opposite to his name:

FRANK SCANNAVINO	7000 shares
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ANATOL TOPOLEWSKI	3000 shares
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ARTICLE X - AMENDMENTS

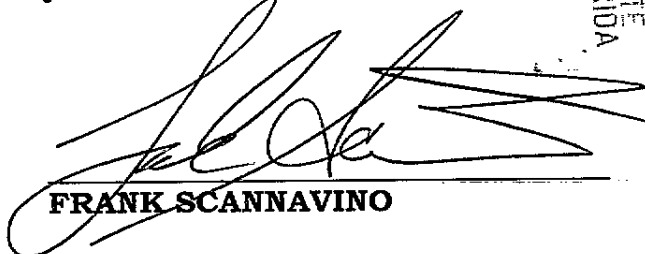
The corporation reserves the right to amend and repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any rights conferred to the shareholder are subject to this reservation.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

**FRANK SCANNAVINO
2499 Glades Road #308
Boca Raton , FL 33431**

The undersigned incorporator has executed these Articles of Incorporation on this 6th day of October, 1999

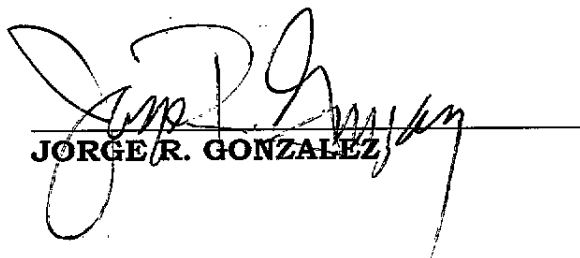

FRANK SCANNAVINO

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

INDUSTRIAL FINANCIAL CORP., a corporation existing under the laws of the State of Florida, with its principal office and mailing address located at 2499 Glades Road, Suite 308, Boca Raton, FL 33431, has named JORGE R. GONZALEZ whose address is 16616 nw 70TH Court, Miami Lakes, Florida 33014 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I further certify that I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation.


JORGE R. GONZALEZ

99 OCT 21 AM 9:42
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TALLAHASSEE, FLORIDA