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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ega Ashcraft, Esq.
300 - 31st St. N., Suite 206
St. Petersburg, FL 33713
Tel: (727) 327-6494

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ARTICLES OF INCORPORATION
OF
MANCHRIS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MANCHRIS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The principal office of this corporation shall be One Beach Drive S.E., Suite 220, St. Petersburg, Florida 34701, and the name and address of the initial registered agent of this corporation is Manuela Hendrickson, 948-52nd Ave. N., St. Petersburg, FL 33703.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 2 members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than 1. The name and address of the directors constituting the initial Board of Directors is:

Heinz Braun, Strahlenfelser Str. 2B, 81243 Muenchen, Germany;
Rosemarie Braun, Strahlenfelser Str. 2B, 81243 Muenchen, Germany.

ARTICLE VII - INCORPORATOR

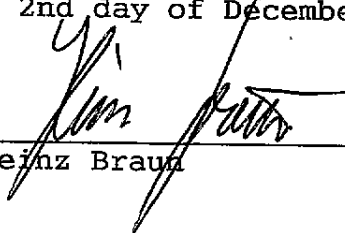
The name and address of the person signing these Articles is:

Heinz Braun, Strahlenfelser Str. 2B, 81243 Muenchen, Germany.

ARTICLE VIII - INDEMNIFICATION

This corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of December, 1999.



Heinz Braun

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 2nd day of December, 1999.



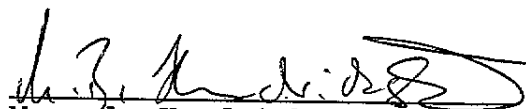
Edelgard G. Ashcraft
Commission # CC 769334
Expires OCT. 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public
Edelgard G. Ashcraft

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent of MANCHRIS, INC. and states that she is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.



Manuela Hendrickson
Registered Agent