

P99000110624

GARY L. BUTLER
Post Office Box 291012
Port Orange, FL 32119
(904) 761-8845

December 16, 1999

FILED
99 DEC 20 AM 8:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

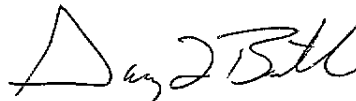
RE: STS Labs, Inc.

Dear Sir or Madam:

Enclosed is the original Articles of Incorporation for STS Labs, Inc., a for-profit Florida corporation. Also enclosed is a check for \$78.75 to cover the filing fee, the designation of the registered agent, and a certified copy of the filed Articles. Please return the certified copy to the address listed above.

If you have any questions concerning this matter, please contact me.

Sincerely yours,


Gary L. Butler

Enclosure
Cc: Gary S. Kaplan

S. Thompson DEC 27 1999

ARTICLES OF INCORPORATION

OF

STS LABS, INC.

A Florida Corporation

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TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of the corporation is STS Labs, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 7

INCORPORATOR

The name and address of the initial incorporator of this corporation is:

Gary S. Kaplan
1648 Taylor Road
Suite 252
Port Orange, Fl 32124

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and
acknowledge these articles this 16th day of December, 1999.

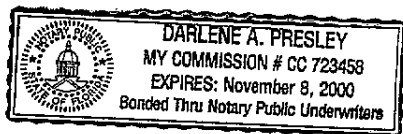

GARY S. KAPLAN

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 15th day of
December, 1999, by Gary S. Kaplan, who is personally known to me or has produced
FL Drivers License as identification.

K145-297-52-266-3

NOTARY PUBLIC:



Sign: Darlene A. Presley
Print: Darlene A. Presley
State of Florida At Large
(Seal)

My commission expires: Nov. 8, 2000
Title/Rank: Operations Manager
Commission Number: CC 723458

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is Two Million (2,000,000) shares of common voting stock having a par value of \$0.01 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 1648 Taylor Road, Suite 252, Port Orange, FL 32124. The name and address of the initial registered agent of the corporation is Gary L. Butler, 79 Woodview Drive, Port Orange, FL 32119.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is two (2) and the name and address of each person who is to serve as a member are as follows:

Gary S. Kaplan
1648 Taylor Road
Suite 252
Port Orange, Fl 32124

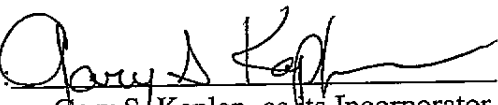
Gary Butler
1648 Taylor Road
Suite 252
Port Orange, Fl 32124

The number of directors may be changed from time to time in accordance with the bylaws of the corporation.

CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS
FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, STS Labs, Inc. hereby designates Gary L. Butler as its registered agent and 79 Woodview Drive, Port Orange, FL 32119, as the street address of its registered office for service of process within the State of Florida.

STS LABS, INC.

BY: 
Gary S. Kaplan, as its Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as the registered agent of STS Labs, Inc. for service of process within the State of Florida.


GARY L. BUTLER

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TALLAHASSEE FLORIDA