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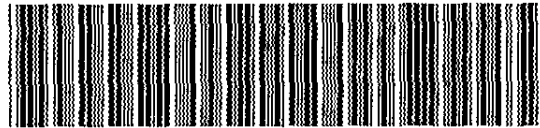
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Buchanan Ingersoll
ATTORNEYS

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April 19, 2004

VIA FEDERAL EXPRESS

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

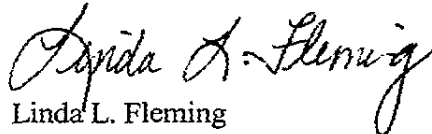
Re: Articles of Incorporation

Dear Sir or Madam:

We have enclosed an original of the Articles of Incorporation for I & A Importing, Inc. In addition, we have enclosed a check from this law firm in the amount of \$78.75, representing the filing fee of \$35.00, the registered agent designation fee of \$35.00 and \$8.75 for a certified copy of the Articles of Incorporation.

If you have any questions or would like to discuss this matter further, please contact me at this address or call me at (813) 222-8199. Thank you for your assistance.

Sincerely,


Linda L. Fleming

Enclosures

cc: Ms. Irene Patsalides (w/enclosures)

**ARTICLES OF INCORPORATION
OF
I & A IMPORTING, INC.**

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04 APR 22 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be I & A Importing, Inc. (the "Corporation"). The address of the principal office of the Corporation shall be 10460 Roosevelt Boulevard North, St. Petersburg, Florida 33716 in Pinellas County, and the mailing address shall be the same.

ARTICLE II. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock having a par value of \$0.01 per share.

ARTICLE III. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of the Corporation shall be 401 East Jackson Street, Suite 2500, Tampa, Florida 33602, and the name of the initial registered agent of the Corporation at that address is Linda L. Fleming, Esquire.

ARTICLE IV. INCORPORATOR

The name of the incorporator signing these Articles of Incorporation is Linda L. Fleming, Esq., and her address is c/o Buchanan Ingersoll PC, 401 East Jackson Street, Suite 2500, Tampa, Florida 33602.

ARTICLE V. NUMBER OF DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) Director with the exact number to be determined from time to time in accordance with the Bylaws of the Corporation. The Board of Directors shall have two (2) Directors initially.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The names and street addresses of each initial Director of the Corporation, who shall hold office until the first annual meeting of shareholders, and thereafter until his or her successor is elected, are as follows:

Irene Patsalides
Post Office Box 140
Keilor, 3036 Australia

A. "Andrew" Naumoski
Post Office Box 140
Keilor 3036 Australia

ARTICLE VII. AMENDMENT

These Articles of Incorporation may be amended, modified, repealed, restated, or replaced only as set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of April, 2004.


Linda L. Fleming, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: April 19, 2004


Linda L. Fleming, Registered Agent