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ACCOUNT NO. : 072100000032

REFERENCE : 800671 10943A

AUTHORIZATION *Patricia Pugh*

COST LIMIT : \$ 70.00

ORDER DATE : August 16, 2000

ORDER TIME : 2:49 PM

ORDER NO. : 800671-005

CUSTOMER NO: 10943A

CUSTOMER: Mark S Feluren, Esq  
Waldman Feluren & Trigoboff,  
P.a.  
One Financial Plaza, Ste 1500

Fort Lauderdale, FL 33394

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG 15 PM 4: 07

DOMESTIC FILING

NAME: TW SYSTEMS, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1169

EXAMINER'S INITIALS:

RECEIVED  
00 AUG 16 PM 3: 59  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32399

*SM*  
00/11/00

EFFECTIVE DATE

8/15/00

ARTICLES OF INCORPORATION

OF

TW SYSTEMS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 16 PM 4:07

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is TW Systems, Inc.

SECOND: The principal office of the Corporation shall be located at 614 South Military Trail, Deerfield Beach, FL 33442. The mailing address of the Corporation is 614 South Military Trail, Deerfield Beach, FL 33442.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is two which may be increased or decreased by the bylaws.

The names and addresses of the parties who are to serve as members of the initial Board of Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Cynthia T. Williams	614 South Military Trail Deerfield Beach, FL 33442
Duane J. Truitt	15719 Jericho Drive Odessa, FL 33556

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is One Financial Plaza, Suite 1500, Fort Lauderdale, FL 33394 and the name of the initial registered agent of the Corporation at such address is Mark S. Feluren.

SIXTH: The name and address of the incorporator is:

NAME

ADDRESS

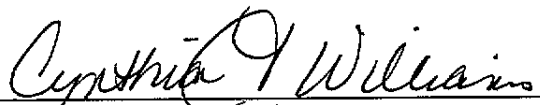
Cynthia T. Williams

614 South Military Trail  
Deerfield Beach, FL 33442

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

EIGHTH: The corporate existence of the Corporation shall commence as of the date and time upon which these Articles of Incorporation shall have been signed by the incorporator.

Signed on August 15, 2000

  
Cynthia T. Williams,  
Incorporator

Acceptance of Appointment by Registered Agent

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CORPORATIONS  
00 AUG 16 PM 4:07

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



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Mark S. Feluren