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Division of Corporations
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To: Division of Corporations
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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

OPTIMAL DESIGN SYSTEMS INTERNATIONAL, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 3, 2001

FAS-T

SUBJECT: OPTIMAL DESIGN SYSTEMS INTERNATIONAL, INC.
REF: W01000022820

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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FAX Aud. #: H01000103967
Letter Number: 701A00055406

BRUCE E. CARTER
1135 GLENWOOD CT.
WEBTON, FL 33326

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SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
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AFFIDAVIT

October 4, 2001

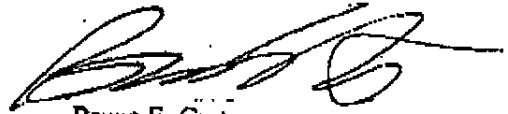
To whom it may concern:

Re: Optimal Design Systems International, LLC

I, Bruce E. Carter, founder and exclusive shareholder of, Optimal Design Systems International, LLC, do herewith declare that this corporation, established under the laws of Florida, is now, and will remain "Inactive."

There will not be any business transactions conducted using the aforementioned LLC, and it will not generate assets, liabilities, income, or expenses under its name.

It is intended that this LLC be replaced in both name and business affairs with a newly-established Corporation to be called: Optimal Design Systems International, Inc., which will be a Florida corporation.



Bruce E. Carter

10/4/01
Date:

The above mentioned person, known to me personally, did appear before me and affix his signature to this document on this day, October 4, 2001.



Roy E. Gushwa



Roy E. Gushwa
Commission # CC 988321
Expires Dec. 17, 2004
Bonded thru
Atlantic Bonding Co., Inc.

ARTICLES OF INCORPORATION

For

OPTIMAL DESIGN SYSTEMS INTERNATIONAL, Inc.

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
01 OCT - 5 PM 12: 58

Acting as incorporator of a corporation under the Florida General Corporation Act, the undersigned, a natural person competent to contract, adopts the following Articles of Incorporation for such Corporation.

First

The name of the Corporation is: OPTIMAL DESIGN SYSTEMS INTERNATIONAL, Inc.

Second

The period of duration of the Corporation is to be perpetual.

Third

The purpose or purposes for which the Corporation is organized is to engage in and conduct any and all business activities permitted under the laws of the United States and of the State of Florida.

Fourth

The aggregate number of shares which the Corporation is authorized to issue is: 1,000 (ONE THOUSAND). Such shares shall be of Common Stock having a par value of ONE AND NO/100 (\$1.00) DOLLAR per share. The holders of the outstanding capital stock shall be entitled to receive, when, and as declared by the Board of Directors, dividends payable in cash, in property, or in shares of the unissued capital stock of the Corporation. The Common Shares of the Corporation are not to be divided into classes.

Fifth

The street address of the initial Registered Office of this Corporation is: 1135 Glenwood Ct., Weston, FL 33326.

The name of the initial Registered Agent is: Bruce E. Carter, currently located at: 1135 Glenwood Ct., Weston, FL 33326.

The principal office and mailing address of the Corporation is also: 1135 Glenwood Ct., Weston, FL 33326.

Sixth

The Corporation shall have two (1) Director, initially. The number of Directors may be either increased or decreased, from time to time, by the By-Laws, but, shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

Bruce E. Carter, 1135 Glenwood Ct., Weston, FL 33326

Seventh

The name and address of the initial incorporator and person signing these Articles of Incorporation is: Bruce E. Carter, at the same address as the Corporation.

Eighth

The shareholders shall have the power to adopt, amend, alter, change, and repeal the Articles of Incorporation when proposed and approved at a Shareholders' Meeting, with an affirming vote of no less than a majority of the outstanding Common Stock.

Ninth

Shares held by the initial shareholders may not be sold or otherwise transferred to another person unless first offered to the remaining shareholders, or to this Corporation, at prices and terms, which, at the time within which those shares may be offered and sold, shall be further specified as the prices at which such shares are offered to others.

increase that stock authorized and issued by the Corporation.

Pursuant to the FIFTH Article above, I herewith accept designation as initial Registered Agent for the Corporation

Bruce E. Carter

Bruce E. Carter

IN WITNESS WHEREOF, The undersigned has made and subscribed to these Articles of Incorporation, at: MIAMI, DADE COUNTY, Florida this

Bruce E. Carter

Bruce E. Carter

State of: Florida
County of: DADE

The foregoing instrument was acknowledged before me on this date: , by: Bruce E. Carter, PRESIDENT , of: Optimal Design Systems International Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.

Roy E. Gushwa



Roy E. Gushwa
Commission # CC 988521
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