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LAW OFFICES
EDWARD A. HANNA, JR., P.A.

EMERALD HILLS EXECUTIVE PLAZA ONE
4601 BIERMAN STREET, FIFTH FLOOR
HOLLYWOOD, FLORIDA 33021-3401

ALSO ADMITTED FEDERAL,
PENNSYLVANIA AND
WASHINGTON, D.C. BARS

June 5, 1996

BROWARD: (305) 963-2211
N. BROWARD: (305) 522-4444
DADE: (305) 940-4204
FAK: (305) 963-2227

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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IN RE: SPECIALTY INTEL SYSTEMS, INC.
CASE NUMBER:
FILE NUMBER: 96-022301-EAH/CIV
FILE CODE: RED
CECN: SPECI-17.1

Dear Sir/Madame:

Enclosed herewith find the original ARTICLES OF INCORPORATION and two (2) photocopies of same for the above corporation. We have also enclosed our check in the amount of: One-Hundred and Twenty-Two and Fifty Cents (\$122.50) Dollars to cover the filing fees for the above corporation.

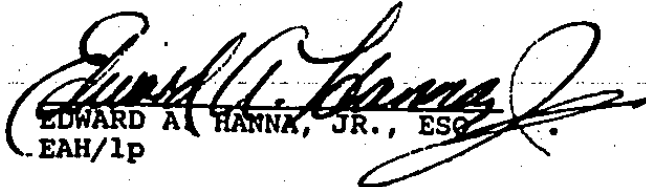
Please file the said ARTICLES and return two (2) certified copies to us by return mail. A self-addressed, stamped envelope is enclosed herewith for your convenience.

If it is at all possible, please expedite this request. Thank you very much for your time and attention to this matter.

Sincerely,

LAW OFFICES OF:
EDWARD A. HANNA, JR., P.A.

BY:


EDWARD A. HANNA, JR., ESQ.
EAH/lp

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96 JUL 10 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-11-96
KR

ORIGINAL

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is:

SPECIALTY INTEL SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of no par value common stock which shall be designated hereafter, "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is:

SPECIALTY INTEL SYSTEMS, INC.
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

The name of the initial Registered Agent of this corporation, located at the above said address, is:

MARGOT KENNEDY

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time consistent with the By-Laws of this Corporation and the Shareholders Agreement. The name and address of the initial Directors of this Corporation is:

JOHN MICHAEL HUDSON, President
ROBERT W. HESSE, Vice-President
DIANNE WILLIAMS, Secretary/Treasurer
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

ARTICLE VIII - INCORPORATORS

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

NAME: JOHN MICHAEL HUDSON, President
ADDRESS: 16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision or provisions contained and set forth in these ARTICLES OF INCORPORATION, or any Amendment hereto, and any right conferred upon any Shareholder or Shareholders is subject to this same said reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these ARTICLES OF INCORPORATION this 5th day of June, 1996.

John Michael Hudson
SUBSCRIBER,
JOHN MICHAEL HUDSON, President of the Corporation

CERTIFICATE RE:

NOTARIZED EXECUTION OF ARTICLES OF INCORPORATION

NAME OF CORPORATION:

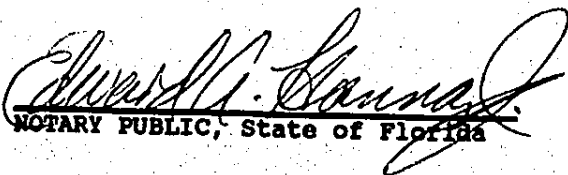
SPECIALTY INTEL SYSTEMS, INC.

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN MICHAEL HUDSON, known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he/she acknowledged before me that he/she executed those same said ARTICLES OF INCORPORATION for:

SPECIALTY INTEL SYSTEMS, INC.
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th day of June, 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
EDWARD A HANNA JR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC241951
MY COMMISSION EXP. DEC. 7, 1996

This Document was prepared by:

THE LAW OFFICES OF:
EDWARD A. HANNA, JR., P.A.

By: EDWARD A. HANNA, Jr., Esq.
Emerald Hills Executive Plaza One
4601 Sheridan St., Suite #500
Hollywood, Florida 33021
(954) 963-2211
Dade: (305) 949-4204
North Broward: (305) 522-4444

CERTIFICATE RE:

SERVICE OF PROCESS
PLACE OF BUSINESS OR DOMICILE
and
REGISTERED AGENT

NAME OF CORPORATION:

SPECIALTY INTEL SYSTEMS, INC.
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

THIS CERTIFICATE IS EXECUTED FOR THE PURPOSE OF DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND FOR NAMING THE AGENT OF THIS CORPORATION, UPON WHOM PROCESS MAY BE LAWFULLY SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT **SPECIALTY INTEL SYSTEMS, INC.**, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IS PRINCIPAL PLACE OF BUSINESS LOCATED AT:

SPECIALTY INTEL SYSTEMS, INC.
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

HAS NAMED: MARGOT KENNEDY
LOCATED AT: 16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Margot P. Kennedy

REGISTERED AGENT

TITLE

DATE

5th

June

day of _____, 1996.

SECOND, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE

Margot P. Kennedy
Resident Agent of the Corporation

DATE:

5th

June

day of _____, 1996.

CERTIFICATE RE:

NOTARIZED EXECUTION OF SERVICE OF PROCESS CERTIFICATE

NAME OF CORPORATION:

SPECIALTY INTEL SYSTEMS, INC.

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: MARGOT KENNEDY, known to me to be the person who executed the foregoing:


CERTIFICATE RE: SERVICE OF PROCESS

and he/she acknowledged before me that he/she executed the said CERTIFICATE RE: SERVICE OF PROCESS, for:

SPECIALTY INTEL SYSTEMS, INC.
16345 W. Dixie Highway, Suite #213
North Miami Beach, Florida 33160

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid,

this 5th day of June, 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
EDWARD A HANNA JR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC241951
MY COMMISSION EXP. DEC. 7, 1996

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