

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
1-13-91

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY OMP _____

WALK-IN Will Pick Up 1-14 400

1/15

RE: 37 Ten Information

Systems, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express SM		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

800002058139--4
 01/15/91-01001-006
 *****70.00 *****70.00

97 JAN 14 PM 2:10
 FILED
 TALLAHASSEE, FLORIDA

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ERIC L. BOLVES, ESQ.
Attorney and Counselor at Law
2110 East Robinson Street
Orlando, Florida 32803
(407) 894-1002

January 13, 1997

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Corporate Division

RE: 3D Tek Information Systems, Inc.

Dear Sir or Madam:

Enclosed please find the original articles of incorporation and certificate designating registered agent and the amount of \$70.00 as the filing fee. I do not wish a certified copy.

Please note that the Articles of Incorporation include designation of, and acceptance by the Registered Agent.

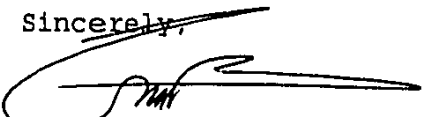
Also, please note that the Articles state that the corporation shall begin as of the date of the complete execution and acknowledgment of the Articles rather than as of the date of filing.

In the event the corporate name as submitted cannot be utilized, please alter the articles utilizing the following proposed alternate names, in the order of preference as listed, without any additional verification being required from our client:

- 1.
- 2.
- 3.

If no alternate name is stated, please call if the name as submitted is not available. Upon acceptance of the charter and the filing thereof by your office, please provide my office at the address stated above, with a certified copy of the corporate charter and charter number.

Sincerely,



Eric L. Bolves, Esq.
Enclosures

EFFECTIVE DATE

1-13-97

ARTICLES OF INCORPORATION

OF

3D Tek Information Systems, Inc.

FILED
97 JAN 14 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: 3D Tek Information Systems, Inc..

ARTICLE II - TERMS OF EXISTENCE

This corporation shall commence as of the date of the complete execution and acknowledgment of these Articles or if these Articles are filed more than five (5) days after the complete execution of these Articles, then this corporation shall commence as of the date of filing, and the duration of the corporation's existence shall be perpetual.

ARTICLE III - NATURE OF THE BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.
A minority owned and operated corporation.

ARTICLE IV - CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100000 shares of common stock, having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
PRINCIPAL PLACE OF BUSINESS
AND REGISTERED AGENT**

The street address of the principal place of business of this corporation is:

2233 Newt St.
Orlando, FL 32837

and the name of the initial registered agent of this corporation and address is Ivette M. Owen. 2233 Newt St. Orlando, FL 32837

ARTICLE VI - BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and street address of the initial board of directors of this corporation, who, subject to these articles of

incorporation and the laws of the State of Florida shall hold office until the first annual meeting of the Shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death is:

NAME	ADDRESS
Ivette M. Owen Director	2233 Newt St.
Emil W. Owen Director	2233 Newt St.

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator is:

Emil W. Owen 2233 Newt St. Orlando, FL 32837

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

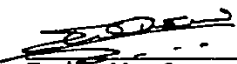
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles or any amendment hereto, any right conferred upon the Shareholders is subject to this reservation.

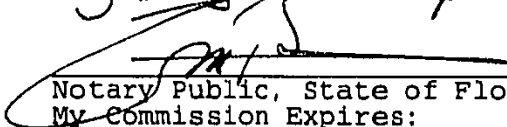
IN WITNESS WHEREOF, the Incorporator has executed these Articles this 13 day of JANUARY, 1997.

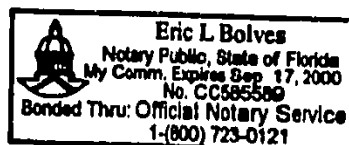

Emil W. Owen

STATE OF FLORIDA, COUNTY OF ORANGE

Before me personally appeared to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state named above this 13 day of JANUARY, 1997.


Notary Public, State of Florida
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

FIRST--That 3D Tek Information Systems, Inc. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS REGISTERED OFFICE LOCATED AT, 2233 Newt St. Orlando, FL 32837,
HAS NAMED Ivette M. Owen LOCATED AT SAID REGISTERED OFFICE, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

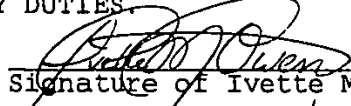


signature

TITLE: Incorporator/President

DATE: 01-13-97

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 AND
COMPLETE PERFORMANCE OF MY DUTIES.



Signature of Ivette M. Owen

DATE: 1/13/97

FILED
97 JAN 14 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA