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FRIEDMAN & HEYDASCH, P.A.

ATTORNEYS AT LAW • RECHTSANWÄLTE

NICHOLAS M. FRIEDMAN, J.D.
ADMITTED IN FLORIDA, AND ASSOCIATE MEMBER
OF THE BAR OF THE FEDERAL REPUBLIC OF GERMANY

AXEL HEYDASCH, J.D., LL.M. IN TAXATION
ADMITTED IN FLORIDA AND NEW YORK
OF COUNSEL:

JEROME H. SHEVIN, P.A.

MARY B. FRIEDMAN, J.D.
BOARD CERTIFIED IN CIVIL TRIAL ADVOCACY
BY THE FLORIDA BAR

WOLF M. NIETZEN, M.C.L., J.C.B.
ADMITTED IN NEW YORK AND
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NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
30TH FLOOR
MIAMI, FLORIDA 33138

TELEPHONE (305) 355-0400
TELEFAX (305) 377-0111

March 1, 1996

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

Evo Transmissions, Inc.

RE: Articles of Incorporation of ~~Valmar~~ Trading Company, Inc.

Dear Sir or Madam:

Enclosed please find the original and copy of the above referenced Articles of Incorporation, together with a check in the amount of \$70.00.

Please be so kind to return a stamped copy to us. I have a enclosed a self-addressed, stamped envelope for your convenience.

Very truly yours,



AXEL HEYDASCH
Attorney-at-law

AH:ms

Enclosures

FILED
MAR -7 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3/12/96



**ARTICLES OF INCORPORATION
OF
EURO TRANSLATORS, INC.**

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

ARTICLE I. NAME

The name of the corporation shall be:

EURO TRANSLATORS, INC.

The address of the principal office of this corporation shall be 801 Brickell Avenue, 9th Floor, Miami, Florida 33131.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 per value share.

ARTICLE IV. REGISTERED AGENT

The Registered Agent will be attorney Axel Heydasch, 100 North Biscayne Boulevard, 30th Floor, New World Tower, Miami, Florida 33132.

FRIEDMAN & HEYDASCH, P.A.

NEW WORLD TOWER, 100 NORTH BISCAYNE BOULEVARD, 30TH FLOOR, MIAMI, FLORIDA 33132. TELEPHONE (305) 358-8400. TELEFAX (305) 377-0111

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95 MAR -7 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The name(s) and address(es) of the initial Director(s) of this corporation who shall hold office for the first year until his/their successor(s) is/are chosen, shall be:

Peter Hellebrand
801 Brickell Avenue
9th Floor
Miami, Florida 33131

Maria Nella Blasini de Hellebrand
801 Brickell Avenue
9th Floor
Miami, Florida 33131

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are duly elected or appointed are:

President/Secretary:

Peter Hellebrand
801 Brickell Avenue
9th Floor
Miami, Florida 33131

Vice-President/Secretary:

Maria Nella Blasini de Hellebrand
801 Brickell Avenue
9th Floor
Miami, Florida 33131

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation:

Axel Heydasch
Attorney at Law
100 North Biscayne Blvd.
30th Floor
Miami, Florida 33132


ARTICLE IX. PREEMPTIVE RIGHTS

The shares of the corporation shall be endowed with preemptive rights, entitling the shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation does hereby indemnify each of the Officers and Directors for any of their conduct on behalf of or related to their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 29th day of February, 1996.


Axel Heydasch
Incorporator

FRIEDMAN & HEYDASCH, P.A.

NEW WORLD TOWER, 100 NORTH BISCAYNE BOULEVARD, 30TH FLOOR, MIAMI, FLORIDA 33132, TELEPHONE (305) 358-8400, TELEFAX (305) 377-0111

**ACCEPTANCE OF REGISTERED AGENT AND DESIGNATED IN
ARTICLES OF INCORPORATION**

The undersigned, Axel Heydasch, a resident of Dade County, Florida, whose address is 100 North Biscayne Blvd., 30th Floor, New World Tower, Miami, Florida 33132, having been designated as the Resident Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607 of the Florida Statutes.


Axel Heydasch

FILED
96 MAR - 7 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FRIEDMAN & HEYDASCH, P.A.

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TELEPHONE (305) 388-8400
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August 20, 1996

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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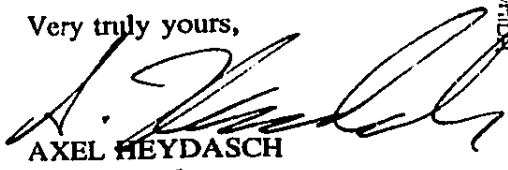
Re: Articles of Amendment to the Articles of Incorporation of EURO TRANSLATORS,
INC./Document No. P96000022015

Dear Sir or Madam:

Enclosed please find the above referenced Articles of Amendment to the Articles of
Incorporation together with a check in the amount of \$35.00. Please be so kind to return to
us a stamped copy.

I have enclosed a self-addressed, stamped envelope for your convenience.

Very truly yours,



AXEL HEYDASCH
Attorney-at-law

AH:ms

Enclosure

P96000022015
NC Amen
8.23

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF**

EURO TRANSLATORS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is EURO TRANSLATORS, INC.
2. Text of the amendments is as follows:

ARTICLE I. NAME

The name of the corporation shall be:

HDS SERVICES, INC.

3. The amendment was adopted on the 19 day of July, 1996.
4. The amendment was adopted by the Board of Directors without shareholder action, such shareholder action not being required by the Florida Business Corporation Act.

Dated July 23, 1996.

EURO TRANSLATORS, INC.

By: _____

Its President

Artes Hellebrand

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED