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Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

February 16, 2000

RE: NEW PAGE ELECTRONICS, INC.

OUR FILE NUMBER: 4101

Gentlemen:

Enclosed please find two original Articles of Incorporation for NEW PAGE ELECTRONICS, INC., along with my trust account check in the amount of \$122.50, representing your filing fee.

Please proceed to immediately file the enclosed Articles, returning a certified copy of the Secretary of State's Certificate to the undersigned, along with a copy of the filed Articles.

Thank you for your attention to this matter.

Very truly yours,

GOTTLIEB & GOTTLIEB,
ATTORNEYS AT LAW, P.A.


Bruce M. Gottlieb

BMG/aw
Enclosures

FILED
00 FEB 25 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NEW PAGE ELECTRONICS, INC.

FILED
00 FEB 25 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name and principal address of the Corporation is:

NEW PAGE ELECTRONICS, INC.

whose address is: 231 #2 East Flagler Street, Miami, FL 33131.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for which corporations may incorporate under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 5,000 shares, all of which shall be common shares with a par value of One Dollars (\$1.00).

ARTICLE FIVE

PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the Corporation, and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the Corporation is: 125 North 46 Avenue, Hollywood, FL 33021, and the name of the initial Registered Agent is at such address is Bruce M. Gottlieb.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the Corporation shall consist of one (1). The number of Directors is to be set by the Shareholders at a meeting called for that purpose.

The names and addresses of the first Board of Directors are:

NAME

ADDRESS

HERZEL MEAIR

P. O. Box 427
Hallandale, FL 33009

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporator is:

NAME

ADDRESS

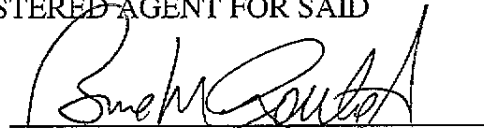
BRUCE M. GOTTLIEB

125 North 46 Avenue
Hollywood, FL 33021

IN WITNESS WHEREOF, I have subscribed my name, on this 18th day of

February, 2000.

I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES
AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID
CORPORATION.



BRUCE M. GOTTLIEB
Incorporator and Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing Articles of Incorporation was acknowledged before me this 18th day of February, 2000, by BRUCE M. GOTTLIEB, who is personally known to me, or who has produced N/A as identification and who did take an oath.

NOTARY PUBLIC:

By: Angela Williams

Print: ANGELA WILLIAMS

My Commission Expires:

