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March 2, 2000

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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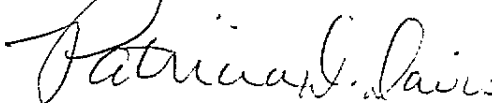
Re: Flex Tech Capital Inc., and Capital Point Ventures Company

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation and a check in the amount of \$78.75 made payable to Florida Department of State in connection with the formation of each of the above-referenced corporations pursuant to Chapter 607 of the Florida Statutes.

Please return a certified copy in the Federal Express package.

Very truly yours,



Patricia D. Davis
Legal Assistant

PDD
Enclosures

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2000 MAR -2 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
CAPITAL POINT VENTURES COMPANY**

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

Capital Point Ventures Company

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

10,000,000 Shares

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

**Steven R. Tubbs
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

**Steven R. Tubbs
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have four (4) directors, initially. The name and address of the initial members of the Board of Directors are:

**Robert P. Kuntz
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

**Steven R. Tubbs
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

**Michael J. Kuntz
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

**Tom Craft
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

ARTICLE VIII. OFFICERS

This corporation shall have two (2) officers initially. The name, address and position of the initial officers are:

**Robert P. Kuntz, President
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

**Steven R. Tubbs, Secretary
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

ARTICLE IX. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory. The undersigned have executed these Articles of Incorporation this 1 day of March, 2000.



Steven R. Tubbs, Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 of the
Florida Statutes, the corporation, **Capital Point Ventures Company**, organized under the laws
of the State of Florida, submits the following statement in designating the registered
agent/registered office, in the State of Florida. The name and address of the registered
agent/registered office is:

**Steven R. Tubbs
2300 Glades Road, Suite 415 East Tower
Boca Raton, Florida 33431**

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions of
all statutes relating to the proper and complete performance of my duties, and I am familiar with and
accept the obligations of my position as registered agent.

Dated: March 1, 2000.


Steven R. Tubbs, Registered Agent