

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

ADVOTECH SOLUTIONS GROUP, INC.

Certificate of Status	0
Certified Copy	1
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T. SMITH AUG 4 2000

ARTICLES OF INCORPORATION
OF
ADVOTECH SOLUTIONS GROUP, INC.

ARTICLE I

The name of the corporation is ADVOTECH SOLUTIONS GROUP, INC., (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 111 E. Boca Raton Road, Courtyard, Boca Raton, Florida 33432.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is Five Thousand (5,000) shares of voting common stock, \$0.01 par value per share (the "Class A Common Stock") and Ninety-Five Thousand (95,000) shares of non-voting common stock, \$0.01 par value per share (the "Class B Common Stock"). Fully paid stock of the Corporation shall not be liable to any further call or assessment.

The holders of Class A Common Stock and Class B Common Stock shall have identical rights with respect to (i) distributions from the Corporation; (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that the holders of the Class B Common Stock shall not be entitled to vote on matters affecting the Corporation (except as otherwise required by the Florida Business Corporation Act).

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

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ARTICLE V

The street address of the Corporation's initial registered office is 111 E. Boca Raton Road, Courtyard, Boca Raton, Florida 33432, and the name of its initial registered agent at such office is Tana Lynn Boniello.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Tana Lynn Boniello
111 E. Boca Raton Road
Courtyard
Boca Raton, Florida 33432

ARTICLE VII

The name of the Incorporator is Tana Lynn Boniello and the address of the Incorporator is 111 E. Boca Raton Road, Courtyard, Boca Raton, Florida 33432.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 2 day of August, 2000.


Tana Lynn Boniello, Incorporator

08/03/2000

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ADVOTECH SOLUTIONS GROUP, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes § 607.0505.


Tana Lynn Bonifello, Registered Agent

Dated: August 2, 2000

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