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FILED
00 DEC 14 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

200003501192--1
-12/14/00--01036--010
*****78.75 *****78.75

Strategic Sourcing, Inc.

SUBJECT: _____
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

James M. Gizzie

FROM _____
Name (Printed or typed)

19899 Back Nine Drive

Address

Boca Raton, FL 33498

City, State & Zip

561-367-4100

Daytime Telephone Number

NOTE: Please provide the original and one copy of the articles.

JB
12-19

ARTICLES OF INCORPORATION

OF

Strategic Sourcing, Inc.

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THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is: Strategic Sourcing, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The Corporation shall have the authority to issue 10,000 shares of common stock, all of one class, at \$0.01 dollar par value.

ARTICLE V

The address of the initial registered office of the corporation is 19899 Back Nine Drive, Boca Raton, FL 33498 and the name of its registered agent at said address is James M. Gizzie. The initial address for the corporation shall be 19899 Back Nine Drive, Boca Raton, FL 33498

ARTICLE VI

The number of directors constituting its initial board of directors is one (1), whose name and address is:

James M. Gizzie
19899 Back Nine Drive
Boca Raton, FL 33498

ARTICLE VII

The name and address of the incorporator is:

James M. Gizzie
19899 Back Nine Drive
Boca Raton, FL 33498

ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock as may be issued from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of common stock currently authorized and issued.

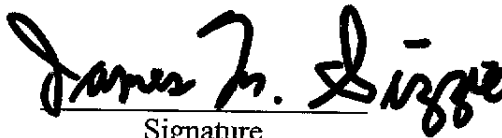
ARTICLE IX

Unless otherwise provided in the corporation's Bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE X

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

The undersigned incorporator has executed these Articles of Incorporation this 12th day of December, 2000.



Signature

James M. Gizzie, Incorporator
19899 Back Nine Drive
Boca Raton, FL 33498

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ACKNOWLEDGEMENT

Having been named to accept service of process for Strategic Sourcing, Inc., the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



James M. Gizzie
Signature/Registered Agent

DEC 12 2000

Date



James M. Gizzie
Signature/Incorporator

DEC 12 2000

Date