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ACCOUNT NO. : 072100000032

REFERENCE : 145632 7227993

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 70.00

ORDER DATE : May 10, 2001

ORDER TIME : 11:55 AM

ORDER NO. : 145632-005

CUSTOMER NO: 7227993

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CUSTOMER: David Kahan, Esq
David Kahan, P.a.

3696 N. Federal Highway
Suite #101
Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: XTOLOGY, INC.

Please file 2nd

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

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01 JUN -1 PM 4:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
XTOLOGY, INC.**

FILED
01 JUN -1 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be:

Xtology, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing address and the principal office of this Corporation is 1191 E. Newport Center Drive, Suite 101, Deerfield Beach, Florida 33442.

**ARTICLE III
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301, and the initial registered agent of this Corporation at that address shall be Corporation Service Company.

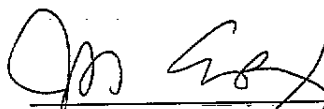
**ARTICLE V
INCORPORATOR**

The name and street of the person signing these Articles of Incorporation is:

James E. Brady
1191 E. Newport Center Drive, Suite 101
Deerfield Beach, Florida 33442

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 8th day of

May, 2001.


James E. Brady, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

CORPORATION SERVICE COMPANY


By: _____
Name: _____
Title: BRIAN COURTNEY, ASST. V.P.

FILED
01 JUN - 1 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA