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† Of Counsel

June 8, 2001

FILED
JUN 11 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: **DIGITLOGIK, INC.**

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-06/12/01--01012--013
*****78.75 *****78.75

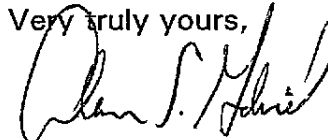
Dear Sir or Madam:

Enclosed please find for filing the executed articles of Incorporation of DIGITLOGIK, INC., along with this firm's check # 5796 in the amount of \$78.75, representing the filing fee and certified copy fee.

Please file the enclosed document and return a certified copy to the undersigned in the return envelope enclosed.

Thank you for your attention to this matter.

Very truly yours,



ALAN L. GABRIEL

Enclosures
ALG/krb/44702digitlogik.art.fil

J. BRYAN
J. BRYAN JUN 13 2001

ARTICLES OF INCORPORATION
OF
DIGITLOGIK, INC.

FILED
01 JUN 11 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business corporation act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation shall be Digitlogik, Inc.

ARTICLE II.

PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address of the corporation is 200 E. Broward Boulevard, Suite 130, Fort Lauderdale, Florida 33301. The street address of the principal office of this corporation shall be 200 E. Broward Boulevard, Suite 130, Fort Lauderdale, Florida 33301.

ARTICLE III.

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE IV.

REGISTERED AGENT

The corporation has designated as its Registered Agent, Patrick M. Hatchwell. The street address of the initial registered office of the corporation shall be 200 East Broward Boulevard, Suite 130, Fort Lauderdale, Florida 33301.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares

outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VII.

SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII.

OFFICERS AND DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director(s), initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the corporation's articles of incorporation or the by-laws, but shall never be less

than one. The name and street address of the initial member(s) of the Board of Directors and officers of the corporation are:

DIRECTOR:

PATRICK M. HATCHWELL
200 E. Broward Boulevard, Suite 130, Fort Lauderdale, Florida 33301

ARTICLE IX.

INCORPORATORS

The name and street address of the incorporator(s) to these Articles of Incorporation is:

PATRICK M. HATCHWELL
200 E. Broward Boulevard, Suite 130, Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of June 2001.

Witnesses:

Sign Kelly P. Brandt
Print Kelly P. Brandt

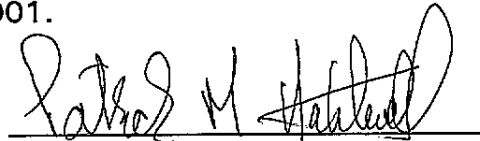
Sign Patrick M. Hatchwell
PATRICK M. HATCHWELL

Sign Kathleen G. Clark
Print KATHLEEN G. CLARK

ACCEPTANCE OF REGISTERED AGENT

I, PATRICK M. HATCHWELL, being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 8th day of June 2001.


PATRICK M. HATCHWELL

ARTICLES.INC
44702art.inc

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01 JUN 11 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA