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February 15, 2002

COMPUTER & CYBERLAW
CORPORATION AND
BUSINESS LAW
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ENTERTAINMENT LAW
CONTRACT LAW

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

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****128.75 ****128.75

Re: TECH 21, INC.

Dear Madam:

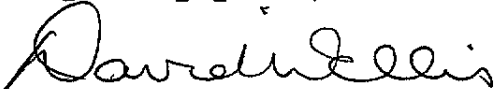
Enclosed are the original and one copy of the Certificate of Domestication and Articles of Incorporation for the above-captioned Florida Corporation.

Also enclosed is a check in the amount of \$128.75 representing payment of the following:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

Please file the enclosed documents and return a copy stamped filed to the undersigned.

Very truly yours,



David R. Ellis

DRE:dun

Enclosure

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 18 PM 1:54

F. CHESSER FEB 21 2002

CERTIFICATE OF DOMESTICATION

The undersigned, Bennie Young, III, President of TECH 21, INC., a foreign Corporation, in accordance with F.S., 607.1801 does hereby certify:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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1. The date on which corporation was first formed was December 22, 1997.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was Georgia .
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was TECH 21, INCORPORATED.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is TECH 21, INCORPORATED.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Ellenwood, De Kalb County, Georgia.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Bennie Young, III and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 15th day of February, 2002.


Bennie Young, III

ARTICLES OF INCORPORATION

OF

TECH 21, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby undertakes to form a Corporation for Profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

TECH 21, INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is: 10,000 shares of common stock with a par value of \$1.00 per share.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is to be:

4511 South Oak Drive, #R31A
Hillsborough County
Tampa, FL 33611

and the name of the initial registered and resident agent of this Corporation at that address is Bennie Young, III

ARTICLE V - ADDRESS

The initial street address of the principal office of the Corporation is to be:

4511 South Oak Drive, #R31A
Hillsborough County
Tampa, FL 33611

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VI - DIRECTOR

The name and street address of the first Board of Director who shall hold office until his successors are elected and have qualified are as follows:

Bennie Young, III
4511 South Oak Drive, #R31A
Tampa, FL 33611

ARTICLE VII - INCORPORATOR

The name and street address of the Incorporator of these Articles are as follows:

Bennie Young, III
4511 South Oak Drive, #R31A
Tampa, FL 33611

ARTICLE VIII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing with the Secretary of State's Office.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

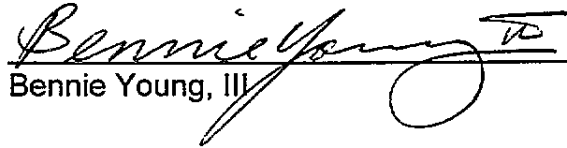
IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Incorporation on February 15, 2002.


Bennie Young, III

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

February 15, 2002


Bennie Young, III

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