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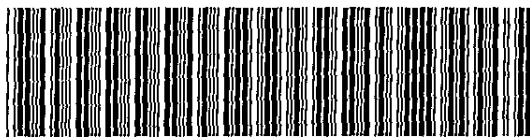
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02 DEC 16 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/16/02

TRANSMITTAL LETTER

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

Subject: XTREME SYSTEMS, INC

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.75.

FROM: Xtreme Systems, Inc
Robert Romero
2946 SW 133 Avenue
Miramar, Florida 33027
(786) 205-6856

ARTICLES OF INCORPORATION

OF

XTREME SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation for the practice of consulting services under the laws of the State of Florida.

ARTICLE I

NAME

The name and mailing/street address of the principal office of the company shall be:

**Xtreme Systems, Inc.
2946 SW 133 Avenue
Miramar, Florida 33027**

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the sole and specific purpose of rendering consulting services.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share. Shares may be issued only for a consideration having, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV
TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE V
REGISTERED AGENT AND INITIAL OFFICE

The Registered Agent and the street address of the Initial Registered Office of the Corporation shall be:

Robert Romero
2946 SW 133 Avenue
Miramar, Florida 33027

The Board of Directors may from time to time, move the Registered Office to any other office address in the State of Florida.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which the shareholder already holds, shall have the right to purchase a pro rata share thereof at the price at which is offered to others.

ARTICLE VII
DIRECTORS

This Corporation shall one (1) Director, initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one (1). The name and street address of the initial members of the Board of Directors is:

Robert Romero
2946 SW 133 Avenue
Miramar, Florida 33027

ARTICLE VIII
INCORPORATOR

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

Robert Romero
2946 SW 133 Avenue
Miramar, Florida 33027

ARTICLE X
CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by majority vote of the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority vote of the stockholders entitled to vote thereon, unless all of the directors and all of the voting stockholders sign a

written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal this 10th day of December, 2002.

Robert Romero

BY: [Signature]
ITS: President

STATE OF Florida
COUNTY OF Broward

BEFORE ME, a Notary Public, personally appeared Robert Romero to me known to be the person described as Incorporator or who has produced Drivers License as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation and did/did not take an oath.

WITNESS my hands and official seal at Broward county, Florida, this 10th day of December, 2002.

My Commission Expires:



Lydia Janella De Feria
Commission # CC 952019
Expires June 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
NOTARY PUBLIC

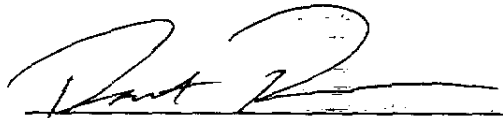
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Xtreme Systems, Inc., desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the ARTICLES OF INCORPORATION, has named **Robert Romero**, 2946 SW 133 Avenue, Miramar, FL 33027, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above states Company, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, is familiar with the requirements of this undertaking, and agrees to comply with the provisions of said statute relative to keeping open said office.



Robert Romero

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TALLAHASSEE FLORIDA