

PO3000023548

Daniel Shulman

DATA PRODUCTS
1700 BEE
3500 HILLBORO BLVD

FIELD BEACH FL 33447

854-365-7073

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

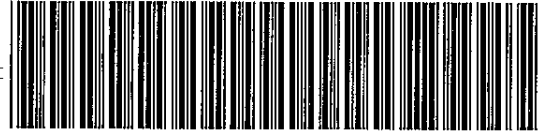
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-27-03
[Signature]

DATA PRODUCTS LLC

3840 W. Hillsboro Blvd., #303
Deerfield Beach, FL 33442
Phone 954-360-7075

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 26th, 2002

Ms. Donna Graves
Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

Dear Ms. Graves

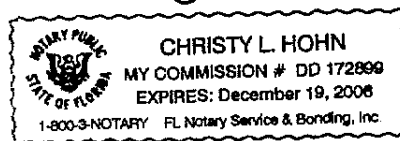
I'm writing this letter as assurance that I have no intention of revoking the Voluntary Dissolution of Data Products, LLC that I filed.

Thank you for your assistance in this matter.

Sincerely



Terry Kirschner



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DATA PRODUCTS, INC.**

The undersigned natural person of legal age, acting as incorporator of a corporation in compliance with Chapter 607 and/or Chapter 621 (Profit), Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I
NAME**

The name of the corporation is:

DATA PRODUCTS, INC.

**ARTICLE II
EXISTENCE AND DURATION**

The period of duration of this corporation is perpetual.

**ARTICLE III
PURPOSES AND POWERS**

The purpose for which this corporation is organized is to engage in all lawful business for which corporations may be incorporated in compliance with Chapter 607 and/or Chapter 621 (Profit), Florida Statutes. In furtherance of its lawful purposes, the corporation shall have and may exercise all rights, powers and privileges now or hereafter exercisable by corporations organized under the laws of Florida and the United States. In addition, it may do everything necessary, suitable, convenient or proper for the accomplishment of any of its corporate purposes.

**ARTICLE IV
CAPITALIZATION**

(a) Authorized Shares. The aggregate number of shares which the corporation shall have the authority to issue is One Hundred Million shares (100,000,000 shares). Eighty Million (80,000,000) shares shall be designated "Common Stock", and shall have a par value of \$.001. Twenty Million (20,000,000) shares shall be designated "Preferred Stock", and shall have a par value of \$.001 per share, and shall be issued for such consideration, expressed in dollars, as the Board of Directors may, from time to time, determine.

(b) Consideration for Shares. All shares of Common Stock and Preferred Stock shall be issued by the corporation for cash, property or services actually performed, for no less than the par value of \$.001 for Common Stock and \$.001 for Preferred Stock. All shares shall be fully paid and non-assessable.

(c) Issuance of Preferred Stock. The Preferred Stock authorized by this Certificate of Incorporation may be issued from time to time in series. The Board of Directors of the corporation is authorized to establish such series, to fix and determine the variations and the relative rights and preferences as between series, and to thereafter issue such stock from time to time. The Board of Directors is also authorized to allow for conversion of the Preferred Stock to Common Stock under terms and conditions as determined by the Board of Directors.

(d) Dividends. Dividends in cash, property or share of the corporation may be paid upon the Common and Preferred Stock, as and when declared by the Board of Directors, out of funds of the corporation to the extent, and in the manner permitted by law.

(e) Voting Rights & Cumulative Voting. Each outstanding share of Common Stock shall be entitled to one vote, and each fractional share of Common Stock shall be entitled to a corresponding fractional vote on each matter submitted to a vote of shareholders. The voting rights of Preferred Stock, if any, shall be established by the Board of Directors at the time such stock is issued in series. Cumulative voting shall not be allowed in the election of directors of the corporation.

(f) Denial of Preemptive Rights. No holder of any shares of the corporation, whether now or hereafter authorized, shall have any preemptive or preferential right to acquire any shares or securities of the corporation, including shares or securities held in the treasury of the corporation.

(g) Dissolution or Liquidation. Upon any dissolution or liquidation, whether voluntary or involuntary, the holders of preferred shares shall be entitled to receive out of the assets of the Corporation, whether such assets are capital or surplus, the sum initially paid per share and a further amount equal to any dividend thereon declared and unpaid to the date of such distribution, before any payment shall be made or any assets distributed to the common stock shareholders. Upon any dissolution or liquidation, whether voluntary or involuntary, if the assets thus distributed among the holders of preferred shares are insufficient to permit the payment to such shareholder of the full preferential amounts, then the entire assets of the Corporation to be distributed shall be distributed ratably among the holders of preferred shares and after payment to the preferred shareholders of such preferential amounts, the holders of common shares shall be entitled to receive ratably all the remaining assets. A merger or consolidation of this corporation with or into any other corporation or corporations shall not be deemed to be a dissolution or liquidation within the meaning of this provision.

**ARTICLE V
INITIAL OFFICE AND AGENT**

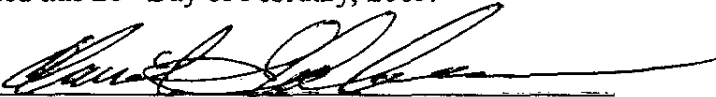
The street address of this corporation's initial registered office is:

DATA PRODUCTS, INC.
1100 NW 53RD STREET, SUITE 4
FT. LAUDERDALE, FL 33309

and the name of its initial registered agent is:

DANIEL SHULMAN
DATA PRODUCTS, INC.
1100 NW 53RD STREET, SUITE 4
FT. LAUDERDALE, FL 33309

Dated this 26th Day of February, 2003.



Daniel Shulman, Registered Agent

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT.

**ARTICLE VI
PRINCIPAL OFFICE**

The address of the principal office of the corporation is:

DATA PRODUCTS, INC.
1100 NW 53RD STREET, SUITE 4
FT. LAUDERDALE, FL 33309.

The corporation may maintain such other offices, either within or out of the State of Florida, as the Board of Directors may from time to time determine or the business of the corporation may require.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of this corporation is one. The name and address of the person who will serve as director until the first annual meeting of shareholders or until his successors are elected and qualified is:

DANIEL SHULMAN
DATA PRODUCTS, INC.
1100 NW 53RD STREET, SUITE 4
FT. LAUDERDALE, FL 33309.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE VIII
INDEMNIFICATION**

As the Board of Directors may from time to time provide in the By-Laws or by resolution, the corporation may indemnify its officers, directors, agents and other persons to the full extent permitted by the laws of the State of Florida.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator is:

DANIEL SHULMAN
DATA PRODUCTS, INC.
1100 NW 53RD STREET, SUITE 4
FT. LAUDERDALE, FL 33309.

Dated this 26th day of February, 2003.



Daniel Shulman, Incorporator