

**Electronic Articles of Incorporation
For**

P03000034714
FILED
March 26, 2003
Sec. Of State

NEEDHAM CAPITAL PARTNERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

NEEDHAM CAPITAL PARTNERS, INC.

Article II

The principal place of business address:

21 TAM O SHANTER LANE
BOCA RATON, FL. 33431

The mailing address of the corporation is:

21 TAM O SHANTER LANE
BOCA RATON, FL. 33431

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

FRANK LUCERI ESQ.
1877 SOUTH FEDERAL HIGHWAY
SUITE 308
BOCA RATON,, FL. 33432

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: FRANK LUCERI, ESQ.

Article VI

The name and address of the incorporator is:

WILLIAM NEEDHAM
21 TAM O SHANTER LANE
BOCA RATON, FLORIDA 33431

Incorporator Signature: WILLIAM NEEDHAM

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D, P
WILLIAM NEEDHAM
21 TAM O SHANTER LANE
BOCA RATON, FL. 33431

Article VIII

The effective date for this corporation shall be:

04/01/2003