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From:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

ALPATEC CORPORATION

| | |
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**ARTICLES OF INCORPORATION
OF
ALPATEC CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of ALPATEC CORPORATION, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is ALPATEC CORPORATION.

ARTICLE II. ADDRESS

The mailing address of the corporation is One Southeast Third Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The total number of shares of all classes of capital stock which the corporation shall have authority to issue is fifteen million (15,000,000) shares, of which ten million (10,000,000) shares shall be common stock, par value \$.01 per share, and five million (5,000,000) shares shall be preferred stock. The preferred stock may be issued in one or more series with such redemption provisions, dividend rights, rights on dissolution or distribution of assets, conversion or exchange rights, designations, voting powers, par value, preferences and relative, participating, optional or other rights, if any, and qualifications, limitations or reservations thereof, as shall be stated and expressed in the resolution or resolutions providing for the issue of such stock, or series thereof, adopted, at any time and from time to time, by the board of directors.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is One Southeast Third Avenue, 28th Floor, Miami, Florida 33131, and the name of the corporation's initial registered agent at that address is American Information Services, Inc.

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are J. Thomas Cookson, One Southeast Third Avenue, 28th Floor, Miami, Florida 33131.

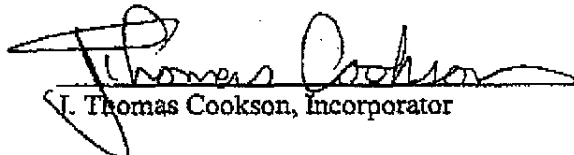
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 12th day of February, 2004.


J. Thomas Cookson, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That ALPATEC CORPORATION, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at One Southeast Third Avenue, 28th Floor, Miami, Florida, has named American Information Services, Inc. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 12th day of February, 2004.

AMERICAN INFORMATION SERVICES, INC.

By: *Nery Toledo*
Nery Toledo, Assistant Secretary

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TALLAHASSEE, FLORIDA