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Brian P. Deeb
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Please Reply to: St. Petersburg

P95000000 748
December 23, 1994

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

7000001 31.8013 P
-01/04/95-0111-104

Re: RyDan Technologies, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with a check covering your fees in the amount of \$70.00. Please file the Articles and return a photocopy to this office as verification of the date of incorporation.

Should you have any questions or require anything further, please do not hesitate to contact our office.

Very truly yours,


Brian P. Deeb, Esquire

BPD:ls

Enclosure

FILED
65 JAN -3 PM 3:05
DIVISION OF STATE
TALLAHASSEE, FLORIDA

5999 Central Avenue, Suite 202 • St. Petersburg, Florida 33710 • Telephone (813) 384-5999
Post Office Box 61555 • Fort Myers, Florida 33906-1555 • Telephone (813) 936-1913
St. Petersburg, Fax (813) 334-5979

BK 1/4

ARTICLES OF INCORPORATION
OF
RyDan Technologies, Inc.

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95 JAN -3 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

- 1.1. The name of the corporation is RyDan Technologies, Inc.

ARTICLE II

Duration

- 2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

- 3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

- 4.1 This corporation is authorized to issue 1000 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

- 5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 5999 Central Avenue, Suite 202, St. Petersburg, FL 33710, and the name of the initial registered agent of this corporation is D & B CORPORATE SERVICES, INC.

6.2 The corporation's initial principal place of business will be:

132 Burns Road
Terra Ceia, FL 34250

ARTICLE VII

Initial Board of Directors

7.1 This corporation shall have one director initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The name and address of the initial director of this corporation is:

DENNIS M. FREY
132 Burns Road
Terra Ceia, FL 34250

ARTICLE VIII

Incorporator

8.1 The name and address of the person signing these Articles is:

DENNIS M. FREY
132 Burns Road
Terra Ceia, FL 34250

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

10.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

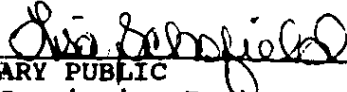
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of December, 1994.

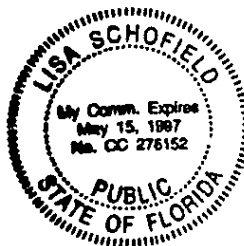

DENNIS M. FREY

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared DENNIS M. FREY, well known to me to be the person described above, and he acknowledged to me that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 28th day of December, 1994.


NOTARY PUBLIC
My Commission Expires:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for RyDan Technologies, Inc., at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

D & B CORPORATE SERVICES, INC.

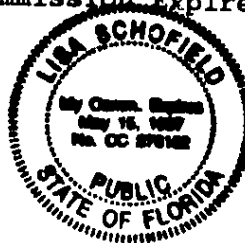
By: 
BRIAN P. DEEB, Director

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, as Director of D & B CORPORATE SERVICES, INC., and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 28 day of December, 1994.


NOTARY PUBLIC
My Commission Expires:



FILED
55 JUN -3 PM 3:05
TALLAHASSEE, FLORIDA