

JORGE E. MARIN
P.O. BOX 2146
PALM BEACH, FL 33480
(407)-434-4203

P95000005048

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

RE: Profile Computer Systems, Inc.
Jorge E. Marin and
Luis E. Rubiano, Incorporators

400001382274
-01/18/95--01002--013
***122.50 ***122.50

Dear Sir/Madame:

Enclosed please find the Articles of Incorporation, check in the amount of \$122.50, and a self-addressed stamped envelope for return of same. If you have any questions or concerns, please contact my secretary, Martha Bennett, at (407) 641-2009 Monday through Friday between the hours of 10:00 a.m. and 4:00 p.m.

Thank you for your attention to this matter.

Sincerely,


Jorge E. Marin

mab/JEM
Enclosures

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PROFILE COMPUTER SYSTEMS, INC.

We, the undersigned, for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, do hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of this corporation shall be PROFILE COMPUTER SYSTEMS, INC.

ARTICLE II

GENERAL PURPOSE OF CORPORATION

This corporation is initially organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, including but not limited to the following:

A. To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever kind or nature, as owner, agent, factor, or broker, to build, construct and alter houses, buildings and structures of whatsoever nature or kind, and to

develop real property generally, to lend money upon real and personal property and to take mortgages and bonds, and assignments of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgages or otherwise, to buy, sell and deal in bonds and loans secured by mortgages or other liens on property, both real or personal, of all kinds and description.

B. To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money upon goods, wares, merchandise and real and personal property of every kind and description.

C. To act as agent, broker or attorney in fact for any person, firms or corporations in buying, selling and dealing in real or personal property of whatsoever nature or kind, and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom and other personal property or collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in any claims effecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust or real property or chattels, and all other securities collateral thereto; to investigate and report upon the credit and financial solvency

and sufficiency of borrowers and sureties upon such securities; and to transact any or all other business which may be necessary or incidental or proper to the exercise of any or all of the purposes of the corporation.

D. To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of any persons, firms, associations or other corporations, whether domestic or foreign, and to exercise in respect of any such shares of stock, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the corporation.

E. To acquire, grant, hold, undertake and fully exploit the goodwill, property rights, franchises and assets of every kind, and other liabilities of any person, firm, association or corporation, either entirely or partly, and to pay for the same in cash, stocks or bonds of the company or otherwise.

F. To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs and

without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

G. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any licenses or other rights or interest therein and thereunder.

H. To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in any and all foreign countries.

I. To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgages, notes, evidences shares of or interest in common law trusts, trust and other trust estates or associations, certificates of trust or associations, certificates of trust or beneficial interest in trusts, mortgages, contracts and other instruments, securities and rights, to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and mercantile, financial and

industrial enterprises and operation.

J. To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal, or agent, with powers to let contract for any such advertising, and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purpose of the corporation.

K. To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, and any amendment thereto necessary and incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in these Articles of Incorporation shall not be deemed to be exclusive but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue 100 shares, all of one class at \$1 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

PRE-EMPTIVE RIGHTS

Every stockholder shall, on the sale for cash of any new stock of the same class as that which he already holds, have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

CORPORATE DURATION

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The initial registered office of this corporation and its principal place of business shall be 3181 FOXRIDGE COURT, LAKE WORTH, FLORIDA, 33461, with privilege of having branch offices at other places within or without the State of Florida. The initial registered agent of the said corporation at the above address shall be JORGE E. MARIN.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the initial Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JORGE E. MARIN	P.O. BOX 2146 PALM BEACH, FL 33480	PRESIDENT/TREASURER

LUIS E. RUBIANO

P.O. BOX 2146
PALM BEACH, FL 33480

VICE PRES./SECRETARY

The corporation shall have at least one and not more than five directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

ARTICLE VIII

INCORPORATORS

The names and post office addresses of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JORGE E. MARIN	P.O. BOX 2146, PALM BEACH, FL 33480
LUIS E. RUBIANO	P.O. BOX 2146, PALM BEACH, FL 33480

ARTICLE IX

AMENDMENT


This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of Incorporation, in the manner now or hereafter prescribed by Statute.

Directors of this corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subjected to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien of the shares of its members and upon the dividends due them for any indebtedness of

such members of the corporation.

IN WITNESS WHEREOF, We the undersigned, being the original incorporators to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals, this 01-11-95 day of January, 1995.



JORGE E. MARIN



LUIS E. RUBIANO

STATE OF FLORIDA

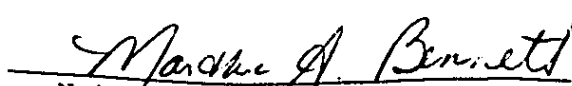
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared JORGE E. MARIN and LUIS E. RUBIANO to me well known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal, in the County and State aforesaid, this 11th day of January, 1995.



OFFICIAL SEAL
MARTHA A. BENNETT
My Commission Expires
Dec. 16, 1996
Comm. No. CC 246466



Notary Public
State of Florida at Large

My Commission Expires:
12/16/96

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

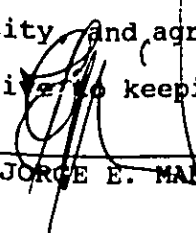
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091, Florida Statutes, and Section 607.034, Florida Statutes, the following is submitted in compliance with said statutes:

FIRST: That PROFILE COMPUTER SYSTEMS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 3181 FOXRIDGE COURT, LAKE WORTH, FLORIDA 33461 has named as its Registered Agent to accept services of process within the State, JORGE E. MARIN.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the provisions of said statutes relative to keeping open said office.

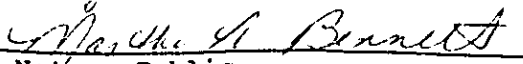

JORGE E. MARIN

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was executed before me this 11th day of January, 1995, by JORGE E. MARIN.



OFFICIAL SEAL
MARTHA A. BENNETT
My Commission Expires
Dec. 16, 1996
Comm. No. CC 246466


Notary Public
State of Florida at Large

My Commission Expires: