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TRANSMITTAL

LETTER

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

FILED
95 FEB -6 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: MINDESIGN LIMITED CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a cheque for \$131.25 covering the Filing Fee, Certified Copy, and Certificate.

Please return the photocopy to me with the filing date stamped on it.

FROM: Michel J. Berends
1829 Kenilworth Street
Sarasota, FL 34231
(813)9257200

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ARTICLES OF INCORPORATION

OF

MINDESIGN LIMITED CORPORATION

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

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

MINDESIGN LIMITED CORPORATION

ARTICLE II NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000,000 shares of common stock.

ARTICLE IV TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

MICHEL J. BRENDS
1829 Kenilworth Street
Sarasota, Florida 34231

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

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95 FEB -5 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII PRINCIPAL OFFICE

The principal office and mailing address of MINDESIGN LIMITED CORPORATION shall be:

1829 Kenilworth Street
Sarasota, Florida 34231

ARTICLE VIII INITIAL DIRECTORS

The name of the initial directors of this Corporation and street addresses are:

MICHEL J. BERENDS
1829 Kenilworth Street
Sarasota, Florida 34231

The person named as initial director shall hold office for the first year of existence of Corporation or until a successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX INCORPORATOR

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

MICHEL J. BERENDS
1829 Kenilworth Street
Sarasota, Florida 34231

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

By my signature below, I hereby accept designation as registered agent of this corporation.

IN WITNESS WHEREOF, the undersigned, Michel J. Berends, as Incorporator and Registered Agent, has executed the foregoing Article of Incorporation on this 3rd day of January, 1995.


REGISTERED AGENT
INCORPORATOR