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STATE OF FLORIDA DEPARTMENT OF REVENUE P.20

TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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(((H95000002116))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: POWERLINK SYSTEMS CORPORATION
FAX AUDIT NUMBER: H95000002116 CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION
OF
POWERLINK SYSTEMS CORPORATION

The Undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

POWERLINK SYSTEMS CORPORATION

ARTICLE II
NATURE OF CORPORATE BUSINESS

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States, the State of Florida or any other state, country territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV
PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation no matter when authorized; and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares, including the reissue of treasury shares.

ARTICLE V
EXISTENCE

This Corporation is to exist perpetually.

Prepared by:
ANTHONY G. COLEMAN
6363 N.W. 4th Way # 210
FORT LAUD., FL 33309
(305) 776.1001
Fl. Bar No. 368563

TALLAHASSEE, FLORIDA

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ARTICLE VI
DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

LUIS FORTOU
9280 S.W. 123 COURT SUITE S-308
MIAMI, FLORIDA 33186

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract or other transaction between this Corporation and any one or more of its directors or shareholders or any other corporation, firm, association, or entity in which one or more of its directors or shareholders are directors or are financially interested shall be either void or voidable because of such relationship or interest.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is
LUIS FORTOU
9280 S.W. 123 COURT SUITE S-308
MIAMI, FLORIDA 33186

ARTICLE IX
REGISTERED AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Principal Office in the State of Florida are:
LUIS FORTOU
9280 S.W. 123 COURT SUITE S-308
MIAMI, FLORIDA 33186

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ACCEPTANCE OF REGISTERED AGENT

Having been named Initial Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all the requirements of law pertaining thereto.



Registered Agent

LUIS FORTOU
9280 S.W. 123 COURT SUITE S-308
MIAMI, FLORIDA 33186

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of
Incorporation this date ~~JUNE 29, 1994~~ JANUARY 1, 1995

LF



Incorporator

LUIS FORTOU
9280 S.W. 123 COURT SUITE S-308
MIAMI, FLORIDA 33186

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