

LAW OFFICES OF
JOSEPH ZALLEN, P.A.
2455 EAST SUNRISE BOULEVARD
SUITE 802
FORT LAUDERDALE, FLORIDA 33304

PATENTS TRADEMARKS
& COPYRIGHTS

TEL (305) 565-9506
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P95000022562

MAR 11, 1995

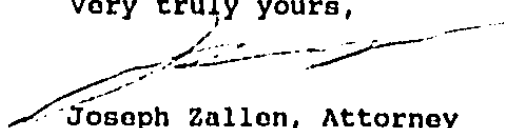
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: MESA COMPUTER GRAPHICS, INC.

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$122.50.

Very truly yours,


Joseph Zallen, Attorney
2455 East Sunrise Boulevard
Suite 802
Fort Lauderdale, FL 33304
Tel: (305) 565-9506

JZ/rs
Enclosures

3/10/95
P95-22562

**ARTICLES OF INCORPORATION
OF
MESA COMPUTER GRAPHICS, INC.**

WE, the undersigned, heroby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida these Articles of Incorporation; and to that end we do, by these Articles, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is:

MESA COMPUTER GRAPHICS, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under The Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

a) To engage in the business of developing, and designing products for use in industry and commerce.

b) To subscribe for, invest in, purchase or otherwise acquire, to own, hold, sell, exchange, pledge or otherwise dispose of, securities of every nature and kind, including, without limitation, all types of stocks, bonds, debentures, or obligations or evidences of indebtedness or ownership or participation issued or created by any and all associations, trusts or corporations, public or private, whether created, established or organized under the laws of the United States, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and municipal obligations, bank acceptances, commercial paper and secured call loans; to pay for the same in cash or property or by the issue of stock bonds or notes of this Corporation or otherwise; and while owning or holding any such securities, to exercise all the rights, powers and privileges of a stockholder or owner, including the right to transfer and convey the said stock or other securities to one or more persons, firms, associations or corporations subject to voting trusts or other agreements placing in such persons voting or other powers in respect of said stocks or other securities; to borrow money or otherwise obtain credit and to secure the same by mortgaging, pledging or otherwise subjecting as security

the assets of this Corporation.

c) To build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, maintain, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interests or rights therein without limits as to amounts, to buy, sell, assign, convey and cancel liens upon personal property, and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans thereon; to borrow and lend money and to negotiate loans; to draw, endorse, accept, discount and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature, and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations or securities of any government or authority, individual or corporation.

d) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same; to enter into or engage in any

such business, trade or enterprise.

e) To own, buy, sell, lease, exchange or otherwise deal in real estate and personal property; to mortgage, sell and convey the same; to negotiate, purchase, hold and sell mortgages, stocks, bonds and other securities and personal property; to invest money in real estate for itself or for other parties; to build, furnish, equip, construct and repair buildings and to carry on the general contracting and construction business; to have all the powers conferred upon such corporation to carry on any business in connection with the incident to the foregoing under the laws of the State of Florida or any other State.

f) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things and to exercise any and all power which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers herein above specifically delegated or implied.

ARTICLE III

The stock of this Corporation shall be divided into Five Thousand (5000) shares of stock of the par value of (\$1.00) per share, all of one class, namely, Common Stock, and having an aggregate par value of Five Thousand Dollars (\$5000.00). All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The principal place of business of the Corporation shall be at 4783 NW Sixth Place, Coconut Creek, Florida 33063, with the privilege of having branch offices within and without the State of Florida.

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

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

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

ARTICLE VII

The number of directors of the Corporation shall be not less than one (1) nor more than fifteen (15).

ARTICLE VIII

The names and post office addresses of the President, Secretary and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

President

Mary Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

Vice-President

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

Treasurer

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

Director

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

Secretary

ARTICLE IX

The name and post office address of the Registered Agent
is:


Joseph Zallen, Esquire
2455 East Sunrise Boulevard
Suite 802
Fort Lauderdale, FL 33304

ARTICLE X

The name and street address of the incorporator to these
Articles of Incorporation is:

Philip Andre Meckling
4783 NW Sixth Place
Coconut Creek, Florida 33063

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
and acknowledge to be filed in the office of the Secretary of
State the foregoing Articles of Incorporation, this 6th day
of MARCH, 1995.


Philip Andre Meckling
President, Treasurer,
Director, Secretary

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is MESA COMPUTER GRAPHICS, INC.

2. The name and address of the registered agent and office is:

Joseph Zallen, Esquire
2455 East Sunrise Boulevard
Suite 802
Fort Lauderdale, FL 33304

3/6/95
Date

Philip Andre Meckling
Philip Andre Meckling
President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

3-6-95
Date

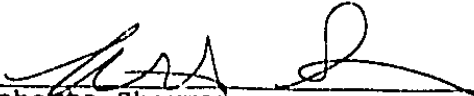
Joseph Zallen
Joseph Zallen

State of Florida

County of Broward

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared PHILIP ANDRE MECKLING, personally known to me, who acknowledged before me that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Fort Lauderdale, Florida, this 6th day of March, 1995.


Roberta Sherman
Notary Public, State of Florida
Commission No. CC 412612
My Commission Expires

Seal:

