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TRANSMITTAL LETTER

FILED

95 MAR 24 AM 8 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

March 22, 1995

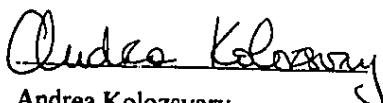
SUBJECT: SPAN SYSTEMS INTERNATIONAL, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 (Filing Fees, Registered Agent Designation and Certified Copy).

FROM: Andrea Kolozsvary
1442 Avon Lane, Apt. 637
North Lauderdale, FL 33068

Tel: (305) 726-2840

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Andrea Kolozsvary

NANCY HENDRICKS MAR 28 1995

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: SPAN SYSTEMS INTERNATIONAL, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1442 Avon Lane, Apt. 637
North Lauderdale, FL 33068

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

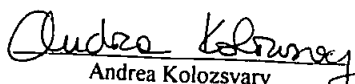
Andrea Kolozsvary
1442 Avon Lane, Apt. 637
North Lauderdale, FL 33068

ARTICLE V INCORPORATOR

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

Andrea Kolozsvary
1442 Avon Lane, Apt. 637
North Lauderdale, FL 33068

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of March, 1995.


Andrea Kolozsvary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

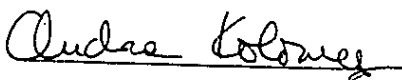
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: SPAN SYSTEMS INTERNATIONAL, Inc.
2. The name and address of the registered agent and office is:

Andrea Kolozsvary
1442 Avon Lane, Apt. 637
North Lauderdale, FL 33068

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.



Andrea Kolozsvary