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William L. Gallon
Certified Public Accountant

2 East Camino Real
Suite 111A
Boca Raton, Florida 33432
(407) 391-1759

Mailing Address:
P.O. Box 1581
Boca Raton, Florida 33429
1-800-391-1759

April 7, 1994

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 34399

Re: DNS International, Inc.

Dear Sir or Madam:

Enclosed is a copy of the Articles of Incorporation for
DNS International, Inc. the original was sent with out
payment.

Also enclosed is a check for the incorporation of DNS
International, Inc.

Very truly yours,

William L. Gallon
William L. Gallon, C.P.A.

WLG/rz

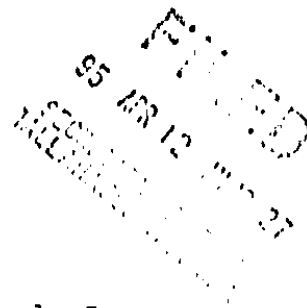
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ARTICLES OF INCORPORATION
OF



ARTICLE I - NAME

The name of the Corporation is DNS International, Inc.
The principle address is: 2 E. Camino Real Suite #111A
Boca Raton, Fl. 33432

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on
the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of
conducting any lawful business permitted in the State of
Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of
stock with a \$1.00 par value, which said shares shall be
designated as "Capital Stock."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the
Corporation is :

2 E. Camino Real St. 111A
Boca Raton, Fl 33432

The name of the Initial
Agent is: William L. Gallon

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial Director. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name(s) and address (es) of the initial Director follows:

George Johnson
2 E. Camino Real Ste. 111A
Boca Raton, Fl. 33432

ARTICLE VII - INCORPORATOR

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

William L. Gallon
2 E. Camino Real Ste. 111A
Boca Raton, Fl. 33432

ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders established may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the Shareholders of this Corporation.

ARTICLE IX - BY-LAWS

The power to adopt, amend, alter, rescind or repeal the By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X - POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.


ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation, any amendment thereof, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 3 day of August, 1995.



William L. Gallon

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared, to me well known and known to me to be the person described in and who acknowledged to and before me that he executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 3 day of April, 1995

Rebecca I Zuniga
Notary Public

MY COMMISSION EXPIRES:



ACCEPTANCE OF REGISTERED AGENT

~~Having been~~ I have been named as Registered Agent to accept service of process of the above-stated Corporation, at a place designated in these Articles of Incorporation. I hereby agree to act in that capacity, to comply with the provisions of the Florida Statutes, Section 48.091, and any Amendment thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3 day of April 1995.

William L. Gallon
William L. Gallon