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August 30, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP - 1 PM 2:55

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

Re: Trilogy Alliance, Inc.

Dear Sir/Madam:

Enclosed herewith please find Articles of Incorporation and Designation of Resident Agent and Acceptance for the above referenced entity together with my trust account check in the amount of \$ 70.00 to cover filing fee.

Thank you for your attention to this matter.

Very truly yours,

DAVID L. KOUT

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DLK/mjb
enclosures

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
TRILOGY ALLIANCE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopt the following articles of incorporation:

ARTICLE I
NAME

The name of the corporation is TRILOGY ALLIANCE, INC.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual.

ARTICLE III
PURPOSE

The corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is one-hundred (100), all of which shall be common stock with par value of \$ 1.00.

ARTICLE V
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VI
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 13930 Laray Rd., Ft. Lauderdale, Florida and the name of the initial registered agent at that address is WAYNE BOTTORFF.

ARTICLE VII
DIRECTORS

7.01. The initial board of directors of the corporation shall consist of one (1) member.

7.02. The names and addresses of the first board of directors are:

Name	Address
WAYNE BOTTORFF	13930 Laray Rd. Ft. Lauderdale, FL 33330

ARTICLE VIII
INCORPORATORS

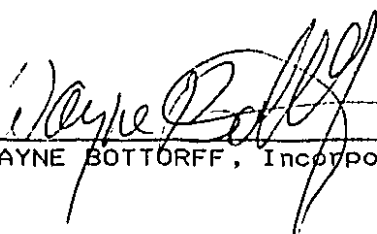
The names and addresses of the incorporators are:

Name	Address
WAYNE BOTTORFF	13930 Laray Rd. Ft. Lauderdale, FL 33330

ARTICLE IX
COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence on the date of the filing of these articles.

IN WITNESS WHEREOF, I have subscribed my name this 30 day of August, 1995.




WAYNE BOTTORFF, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

On this **30** day of August, 1995, before me an officer duly authorized to take oaths and acknowledgements, personally appeared WAYNE BOTTORFF, known to me by personal knowledge to be the person whose name is subscribed to the instrument within, and he acknowledged that he executed the same for the purposes contained therein after (not) taking an oath.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



NOTARY PUBLIC, State of Florida



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STATE OF FLORIDA
DEPARTMENT OF STATE


Certificate Designating Place of Business or Domicile for the
Service of Process Within this State and Naming Agent upon
Whom Process may be Served.

The following is submitted in compliance with Chapter
48.091, Florida Statutes:

TRILOGY ALLIANCE, INC., a corporation organizing under
the laws of the State of Florida with it's principal office
at 13930 Laray Rd. in the city of Ft. Lauderdale, County of
Broward, State of Florida, has named WAYNE BOTTORFF located
at 13930 Laray Rd., City of Ft. Lauderdale, County of
Broward, State of Florida, as its agent to accept service of
process within this state.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process:
to keep office open during prescribed hours; to post my name
(and any other officers of said corporation authorized to
accept service of process at the above Florida designated
address) in some conspicuous place in office as required by
Law.


WAYNE BOTTORFF, Resident
Agent