

P96000012209

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: I. M. S. Techno Eds, Inc

96 FEB -8 AM 11:36

SEC. OFF. OF STATE DISBURSED
TALLAHASSEE, FLORIDA

| | | | |
|-------------------------------------|-----------------------------|--|--|
| <input checked="" type="checkbox"/> | Capital Express™ | | |
| <input checked="" type="checkbox"/> | Art. of Inc. File | | |
| <input type="checkbox"/> | Corp. Record Search | | |
| <input type="checkbox"/> | Ltd. Partnership File | | |
| <input checked="" type="checkbox"/> | Foreign Corp. File | | |
| <input type="checkbox"/> | () Cert. Copy(s) | | |
| <input type="checkbox"/> | Art. of Amend. File | | |
| <input type="checkbox"/> | Dissolution/Withdrawal | | |
| <input type="checkbox"/> | C U S- | | |
| <input type="checkbox"/> | Fictitious Name File | | |
| <input type="checkbox"/> | Name Reservation | | |
| <input type="checkbox"/> | Annual Report/Reinstatement | | |
| <input type="checkbox"/> | Reg. Agent Service | | |
| <input type="checkbox"/> | Document Filing | | |
| <input type="checkbox"/> | Corporate Kit | | |
| <input type="checkbox"/> | Vehicle Search | | |
| <input type="checkbox"/> | Driving Record | | |
| <input type="checkbox"/> | Document Retrieval | | |
| <input type="checkbox"/> | UCC 1 or 3 File | | |
| <input type="checkbox"/> | UCC 11 Search | | |
| <input type="checkbox"/> | UCC 11 Retrieval | | |
| <input type="checkbox"/> | File No.'s, Copies | | |
| <input type="checkbox"/> | Courier Service | | |
| <input type="checkbox"/> | Shipping/Handling | | |
| <input type="checkbox"/> | Phone () | | |
| <input type="checkbox"/> | Top Priority | | |
| <input type="checkbox"/> | Express Mail Prop. | | |
| <input type="checkbox"/> | FAX () pgs. | | |

000001710138
-02/08/96-01034-021
***122.50 ***122.50

SUBTOTALS

| | |
|--------------------------------|----|
| FEE..... | |
| DISBURSED..... | |
| SURCHARGE..... | |
| TAX on corporate supplies..... | |
| SUBTOTAL..... | \$ |
| PREPAID..... | \$ |
| BALANCE DUE..... | \$ |
| | \$ |

REQUEST TAKEN CONFIRMED APPROVED

DATE 2/8/96

TIME 11:00 CK No. _____

BY DD

WALK-IN
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
I.M.S. TECHNOLOGIES, INC.

FILED
96 FEB -8 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation shall be :

I.M.S. TECHNOLOGIES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of operating
as a TOOL MANUFACTURING AND SALES COMPANY and transacting any
and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1
par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and
registered office of this corporation is 4611 S. University
Drive, #111, Davie, FL 33328 and the name of the initial
registered agent of this corporation at the above
address is:

Richard Wong

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Richard Wong
14321 S.W. 47th Court
Ft. Lauderdale, FL 33330

ARTICLE VI

INCORPORATORS

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

Richard Wong
14321 S.W. 47th Court
Ft. Lauderdale, FL 33330

ARTICLE VII

POWERS

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

ARTICLE VIII

INDEMNIFICATION

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

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 30TH day of JANUARY, 1996.



STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 30TH Day of JANUARY, 1996, personally appeared before me, the undersigned authority, Richard Wong, to me well known and known to me to the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.



Notary Public

My commission Expires:

 JOYCE M. BARBERA
COMMISSION # CC 366659
EXPIRES APR 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED

96 FEB -8 AM 11:36

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE, FOR THE STATE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH SERVICE OF PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.
THE FOLLOWING IS SUBMITTED;

I.M.S. TECHNOLOGIES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT 4611 S. University Drive, #111, CITY OF DAVIE, COUNTY OF BROWARD, STATE OF FLORIDA. AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Richard Wing
(CORPORATE OFFICER)

TITLE

President

DATE

1/30/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

DATE

Richard Wing

1/30/96