

P96000013852

Feb. 1, 1996

Division of Corporations
State of Florida

Dear Sirs,


Enclosed with this letter are the Articles of Incorporation and Registered Agent Statement for PurTec Systems, Inc. Please process this information and return a certified copy for my office.

Enclosed is my check in the amount as follows:

Incorporation	\$70.00
Certification	\$52.50
Copy	\$ 8.00

Total Paid \$130.50

Sincerely,



Patrick Sheppard
701 Spottis Woode Lane
Clearwater, Fl. 34616

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/15
2/14/96

ARTICLES OF INCORPORATION
OF
PurTec Systems, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is PurTec Systems, Inc.
Business address: 701 Spottis Woode Ln, Clearwater, Fl. 34616

ARTICLE II - DURATION

The corporation is to commence its corporate existence on the date of filing by the Secretary of State of Florida. The Corporation should exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders. The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of this corporation is:

PATRICK SHEPPARD
701 Spottis Woode Ln.
Clearwater, Fl. 34616
813-725-1964

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors 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 (1). All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The names and addresses of the initial directors are:

PATRICK SHEPPARD
701 SPOTTIS WOODS LANE
CLEARWATER, FL. 34616

ARTICLE VII - RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE VIII - INCORPORATOR

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

PATRICK SHEPPARD
701 SPOTTIS WOODS LANE
CLEARWATER, FL. 34616

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal the BYLAWS of the corporation shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any BYLAWS of the corporation adopted by the shareholders provide that the BYLAWS of the corporation shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XI - DIRECTORS COMPENSATION

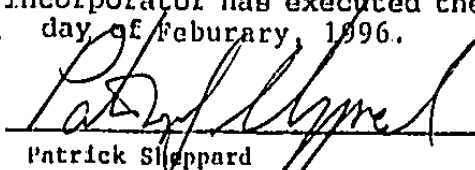
The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its directors and members for their services as directors, and to fix the basis and conditions upon which compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XII - AMENDMENT

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

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

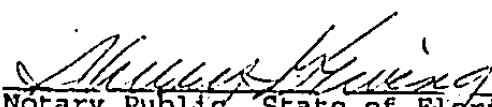
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 1st day of February, 1996.

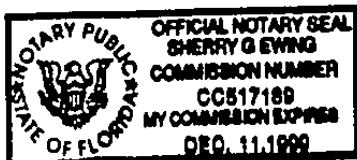

Patrick Sheppard

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Patrick Sheppard, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1st day of February, 1996.


Notary Public, State of Florida
My Commission Expires:



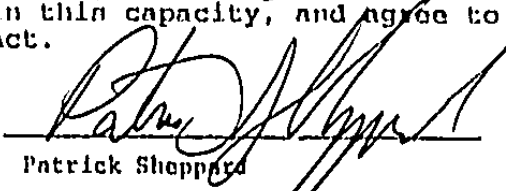
CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Purnuant to chapter 48.091, Florida Statutes, the following is submitted:

PurTec Systems, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Pinellas, State of Florida, has named Patrick Sheppard, located at 701 Spottis Woode Lane Clearwater, FL 34616, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

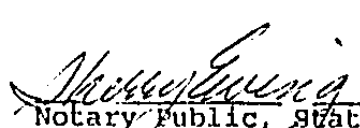
Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

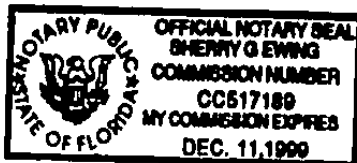

Patrick Sheppard

STATE OF FLORIDA
COUNTY OF

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above personally appeared Patrick Sheppard, known to me and known by me to be the person who executed the foregoing Certificate of Acceptance of Registered Agent, and she acknowledged before that she executed the Certificate of Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1st day of February, 1996.


Notary Public, State of Florida
My Commission Expires:



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA