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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
33131-000033401-6194
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: LEVINE & PARTNERS, P.A.
1110 BRICKELL AVE
ATTENTION: LIZ BREIER
MIAMI FL

CONTACT: LIZ BREIER
PHONE: (305) 372-1350
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: APEX TECHNOLOGIES, INC.
FAX AUDIT NUMBER: H96000006889
DATE REQUESTED: 05/15/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:31:42
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER:

074677001117
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**ARTICLES OF INCORPORATION OF
APEX TECHNOLOGIES, INC.**

ARTICLE I

NAME

The name of the Corporation is APEX TECHNOLOGIES, INC.

ARTICLE II

DURATION

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

ARTICLE IV

PRINCIPAL OFFICE

The principal office of the corporation is: 2081 SW 70TH Avenue, Davie, Broward County, FL 33317.

ARTICLE V

MAILING ADDRESS

The mailing address of the corporation is: 2081 SW 70TH Avenue, Davie, FL 33317.

Robert J. Levine, Esq.
LEVINE & PARTNERS, P.A.
1110 Brickell Avenue, 7th Floor
Miami, Florida 33131
Telephone: (305) 372-1350
Florida Bar Number: 320048

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ARTICLE VI
CAPITAL STOCK

This Corporation is authorized to issue 600 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 1110 Brickell Avenue, 7th Floor, Miami, FL 33131, and the name of the initial Registered Agent of this Corporation at that address is Robert J. Levine, Esq.

ARTICLE VIII
INCORPORATOR

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

| <u>Name</u> | <u>Address</u> |
|------------------------|--|
| Robert J. Levine, Esq. | 1110 Brickell Avenue 7th Floor Miami, FL 33131 |

ARTICLE IX
OFFICERS AND DIRECTORS

The initial officers of the corporation are:

| | |
|------------|------------------|
| President: | Charles Maxfield |
| Secretary: | Charles Maxfield |
| Treasurer: | Charles Maxfield |

The initial director of the corporation is:

Charles Maxfield

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ARTICLE X
POWERS

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

ARTICLE XI
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of May, 1996.



ROBERT J. LEVINE, ESQ.

STATE OF FLORIDA :
: SS:
COUNTY OF DADE :

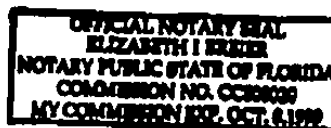
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, ROBERT J. LEVINE, ESQ., who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this 15th day of May, 1996.



NOTARY PUBLIC, State of Florida

My Commission Expires:



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**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA; NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT APEX TECHNOLOGIES, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED ROBERT J.
LEVINE, ESQ., LOCATED AT 1110 BRICKELL AVENUE, 7TH FLOOR, MIAMI,
FL 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA.



ROBERT J. LEVINE, ESQ.
INCORPORATOR
MAY 15, 1996

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



ROBERT J. LEVINE, ESQ.

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