

P96000043099

April 30, 1996

Department of State
Corporate Records / Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Secretary of State:

700001804107
-05/02/96--01011--001
****122.50 ****122.50

Enclosed, please find one original and a copy of the Articles of Incorporation of **INTERWORKS, INC.**

Also find enclosed a check made payable to the Secretary of State in the Amount of \$122.50 which includes the \$70.00 statutory filing fee and \$52.50 for a certified copy of the Articles of Incorporation. Your assistance in establishing the corporation to be known as **INTERWORKS, INC.** is appreciated.

Respectfully,

Ademir Cadry

President

FILED
96 MAY 21 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 7 1996 BSB

619,615
W96-9646

MAY 21 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 7, 1996

ADAM CADY
1520 HOLIDAY BLVD.
MERRITT ISLAND, FL. 32952

SUBJECT: INTERWORKS, INC.
Ref. Number: W96000009646

We have received your document for INTERWORKS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 096A00022118

**ARTICLES OF INCORPORATION
OF
INTERWORKS, INC.**

96 MAY 21 AM 11:03

The Undersigned incorporators hereby forms a corporation under Chapter 607 of the laws of the STATE OF FLORIDA, PALM BEACH COUNTY, FLORIDA

ARTICLE I. NAME

The Name of the corporation shall be

INTERWORKS, INC.

The address of the principal office of this corporation shall be 1300 Park of Commerce Blvd., Suite 262, Delray Beach, Florida 33445, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1300 Park of Commerce Blvd., Suite 262, Delray Beach, Florida, 33445, and the name of the initial registered agent of the corporation at that address is Adam Cady.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Adam Cady 1300 Park of Commerce Blvd, Suite 273, Delray Beach Florida 33445
President

Steve Post 701 NW 13th Street, Apt. E-12, Boca Raton, Florida 33486
Vice President

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Adam Cady
1300 Park of Commerce Blvd., Suite 262
Delray Beach, Florida 33445

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Undersigned having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 007.0505, Florida Statutes.

Adam Cady

By: *Adam Cady*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA