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PREPARED BY PRENTICE-HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 981353 8894A

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : June 10, 1996

ORDER TIME : 10:28 AM

ORDER NO. : 981353

CUSTOMER NO: 8894A

CUSTOMER: Ms. Nancy Zaretsky
RITTER, RITTER & ZARETSKY

900001856739

Suite 100
555 Northeast 15th Street
Miami, FL 33132

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 10 PM 3:02

DOMESTIC FILING

NAME: BASIN RESEARCH AND INFORMATION
NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

RECEIVED
96 JUN 10 PM 12:08
DIVISION OF CORPORATION
JL/10/96

FRANK
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 10 PM 3:02

ARTICLES OF INCORPORATION

OF

BASIN RESEARCH AND INFORMATION NETWORK, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BASIN RESEARCH AND INFORMATION NETWORK, INC.

The principal place of business of this corporation shall be at 11650 NE 21 Drive, No. Miami, Fl. 33181.

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 100 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 11650 NE 21 Drive, Miami, Fl. 33181 and the name of the initial registered agent of the corporation at that address is Nancy Zaretsky.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Nancy Zaretsky- D, P, S
11650 N.E. 21 Drive
No. Miami, Fl. 33181

ARTICLE VII. INCORPORATOR

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

Nancy Zaretsky
11650 N.E. 21 Drive
No. Miami, Fl. 33181

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 6th day of June, 1996.

By: Nancy Zaretsky

STATE OF FLORIDA)

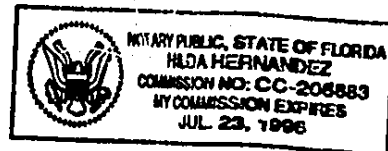
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 6th day of June, 1996.

[Signature]

Notary Public, State of Florida at Large

My Commission Expires:



SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 PM 3:02

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

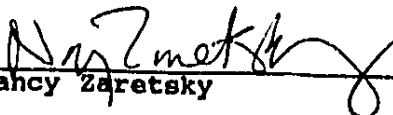
Basin Research and Information Network, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Nancy Zaretsky located at 11650 N.E. 21 Drive, Miami, Fl. 33181 as its agent to accept service of process within this State.



Officer Nancy Zaretsky

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Nancy Zaretsky