

THE COMPANY CORPORATION

Three Christina Centre • 201 N. Walnuf Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax (302) 575-1346

March 8, 1996

P96000558811

Corporate Records Bureau Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

000001754180 -03/22/96--01027--013 *****70.00 *****70.00

RE: Cybertek Inc. P3347721CYJAM

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Cybertek Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440; ext.7003, with questions regarding the enclosed application.

Sincerely,

Kimberly Andras Corporate Service Representative 3-20-96 B

enc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1996

THE COMPANY CORPORATION 201 NO WALNUT STREET THREE CHRISTINA CENTRE WILMINGTON, DE 19801

SUBJECT: CYBERTEK INC. Ref. Number: W96000006080

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 196A00012944

ARTICLES OF INCORPORATION OF

Cyberarew Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Cybergrow Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 217 River Park Drive Suite 201. Jupiter, FL 33477.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 200,000 shares at \$1.00 par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Donald K. James, Jr. Lynne A. James

217 River Park Drive Suite 201, Jupiter, FL 33477 217 River Park Drive Suite 201, Jupiter, FL 33477

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 8th day of March, 1996.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 8th day of March, 1996 by Kimberly Andras. SUSAN M. GRIFFIN

NOTARY FUELIC-DELAWARE: N

Appointed October 6, 1994

Term 2 Years This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Cybergrow Inc.	desiring to
organize under the laws of the state of Flori	da with its principal place of business located in
the city of Jupiter	, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallaha	assee FL 32303-6643 as its agent for service of
process within Florida.	

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 this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Larry Wolfe

March 8, 1996

Date