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**PRESTON HALL
LEGAL & FINANCIAL SERVICES**

ACCOUNT NO. 072100000032

REFERENCE : 035b 11516A

AUTHORIZATION :

Patricia Pyzdek
\$ 122.50

COST LIMIT : \$ 122.50

ORDER DATE : July 29, 1996

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ORDER TIME : 3:21 PM

ORDER NO. : 035557

CUSTOMER NO: 11516A

CUSTOMER: Darlyn Kreitman, legal Asst
MICHAEL S. DAVIS, P.A.

2311 North Andrews Avenue
Wilton Manors, FL 33311

DOMESTIC FILING

NAME: UNI-CAP TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 _____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS:

7/30/94

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 30 PM 2:59

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 30 PM 2:59

ARTICLES OF INCORPORATION
OF
UNI-CAP TECHNOLOGIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

UNI-CAP TECHNOLOGIES, INC.

The address of the principal office of this corporation shall be 2311 North Andrews Avenue, Wilton Manors, Florida 33311, 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 10,000,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

M. Jeff Korbin
Dir.

721 Lyons Rd Apt. 15102
Coconut Creek, Florida 33063

Robert Sawyer
Dir.

7197 Encina Lane
Boca Raton, Florida 33433

Hugh Bendit
Dir.

7197 Encina Lane
Boca Raton, Florida 33433

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 30 11 21 59

ARTICLE VII. INCORPORATOR

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

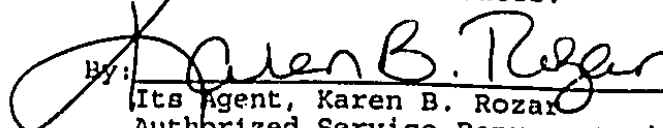
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on July 29, 1996.


Incorporator
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and 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 607.0505, Florida Statutes.

By: 
Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

ACG/mke