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LAHAS, FL 33407

904-771-0171

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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 109083 6258A

AUTHORIZATION :

Patricia Pzyts

COST LIMIT : \$ 70.00

ORDER DATE : October 3, 1996

ORDER TIME : 5:43 PM

ORDER NO. : 109083

CUSTOMER NO: 6258A

800001864888

CUSTOMER: William M. Burke, Esq
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: SAS TECHNOLOGY VENTURES, 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: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -4 PM 12:07

RECEIVED
96 OCT -4 AM 10:11
DIVISION OF CORPORATIONS
96

ARTICLES OF INCORPORATION
OF

SAS Technology Ventures, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -4 PM 12:07

Article 1. Name

The name of the Corporation is

SAS Technology Ventures, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 1100 Fifth Avenue South, Suite 308, Naples, Florida 34102. The mailing address of the Corporation is 1100 Fifth Avenue South, Suite 308, Naples, Florida 34102.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is Bond, Schoeneck and King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34102. The name of the initial registered agent at that address is William M. Burke, Esq.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01 per share.

Article 7. Initial Board of Directors

The initial board of directors shall consist of two (2) members. The names and addresses of the initial directors of the Corporation are:

Stephen R. Campbell

1100 Fifth Avenue South
Naples, Florida 34102

Stephen J. Dempsey

1100 Fifth Avenue South
Naples, Florida 34102

Article 8. Incorporator

The name and address of the Incorporator is:

William M. Burke, Esq.
Bond, Schoeneck and King, P.A.

1167 Third Street South
Naples, Florida 34102

Article 9. Commencement of Existence


The Corporation's existence shall commence on upon the filing of these Articles of Incorporation with the Florida Secretary of State.

Article 10. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.


In Witness Whereof, the undersigned has signed these Articles of Incorporation on this

30th day of September, 1996.

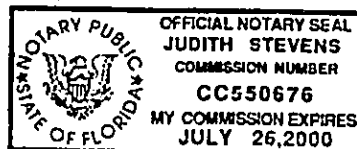

William M. Burke, Esq.

STATE OF FLORIDA :
:
COLLIER COUNTY : ss.:

The foregoing instrument was acknowledged before me this 30th day of September, 1996, by WILLIAM M. BURKE, who is personally known to me and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.


Notary Public

My Commission Expires:



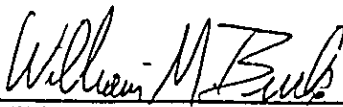
ACCEPTANCE BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 OCT -11 PM 12:07

The undersigned hereby accepts the appointment as Registered Agent of SAS Technology Ventures, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED this 30th day of September, 1996.



William M. Burke, Esq.
Registered Agent