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JOHN F. TOLSON, JR.
ATTORNEY AT LAW

2301 PARK AVENUE, SUITE 406
ORANGE PARK, FLORIDA 32073

(904) 269-0050

REPLY TO:
P. O. BOX 655
ORANGE PARK, FL 32067-0655

October 7, 1996

FAX
(904) 264-1714

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

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*****70.00 *****70.00

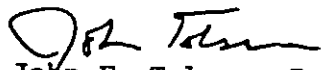Re: SHARPE TECHNOLOGIES, INC.

EFFECTIVE DATE 96
10-15

Gentlemen:

Enclosed, please find original Articles of Incorporation for the above corporation and my trust account check in the amount of $70.00, to cover the costs as follows:

1. $35.00 filing fee
2. $35.00 designation of Registered Agent.

I have also enclosed one copy of the Articles of Incorporation which I would appreciate your date stamping and certifying as copy of original filed and returning to me in the self addressed stamped envelope provided herein.

If you have any questions, please give me a call.

Very truly yours,

John F. Tolson, Jr.

JFT,Jr./njp
encls.

B:\3SEC-STA.SHARPE

96 OCT -8 AM 10: 22

ARTICLES OF INCORPORATION
OF
SHARPE TECHNOLOGIES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name

The name of this corporation shall be:

SHARPE TECHNOLOGIES, INC.

ARTICLE II - Principal Office

The principal place of business and mailing address of this corporation shall be:

Principal Office

1726 Kingsley Ave., Suite #9
Orange Park, FL   32073

Mailing Address

1726 Kingsley Ave., Suite #9
Orange Park, FL   32073

ARTICLE III - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

The corporation is authorized to issue only one class of shares of stock. The aggregate number of shares that the corporation is authorized to issue is 1,000 shares. The aggregate par value of the shares is One Hundred Dollars ($100.00), and the par value of each share is $.10 No distinction shall exist between the shares of the corporation or between the holders of such shares.

ARTICLE IV - INDEMNIFICATION

The Corporation shall indemnify each officer and Director, including former officers and directors, to the full extent permitted by law including but not limited to Florida Statute Section 607.0850

ARTICLE V - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203, Florida Statutes the date when corporate existence shall commence is October 15, 1996.

ARTICLE VI - Initial Registered Agent and Address

The name and address of the initial registered agent is:
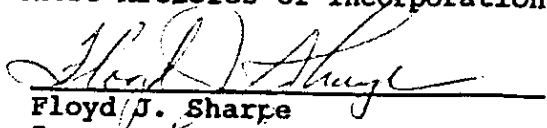
Floyd J. Sharpe
1726 Kingsley Ave., Suite #9
Orange Park, FL   32073

ARTICLE VII - Incorporator

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

Floyd J. Sharpe
1726 Kingsley Ave., Suite #9
Orange Park, FL   32073

The undersigned has executed these Articles of Incorporation this ___ day of October, 1996.

Floyd J. Sharpe
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

   SHARPE TECHNOLOGIES, INC.

2. The name and address of the Registered Agent and office is:

   Floyd J. Sharpe
   1723 Kingsley Ave., Suite #9
   Orange Park, FL 32073

_____
Floyd J. Sharpe
Date: October 7, 1996

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

_____
Floyd J. Sharpe
Date: October 7, 1996

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