

P96000089719

TRANSMITTAL LETTER

FILED

96 OCT 29 PM 2:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: CARITECH CORPORATION  
(Proposed corporate name - must include suffix)

600001989476--9  
-10/29/96--01149--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: CLIFFORD SMITH  
Name (Printed or typed)

476 W. MELROSE CIRCLE  
Address

FT. LAUDERDALE FL 33312  
City, State & Zip

(954) 962-3008 X4192  
Daytime Telephone number

PH  
10/31/96

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CRITECH CORPORATION

ARTICLE II PRINCIPAL OFFICE

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

476 WEST MELROSE CIRCLE  
FORT LAUDERDALE  
FLORIDA 33312-1805

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CLIFFORD SMITH  
476 W. MELROSE CIRCLE  
FORT LAUDERDALE  
FLORIDA 33312-1805

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CLIFFORD SMITH  
476 W. MELROSE CIRCLE  
FORT LAUDERDALE  
FLORIDA 33312

LAWRENCE BOOTHIE  
476 W. MELROSE CIRCLE  
FORT LAUDERDALE  
FLORIDA 33312

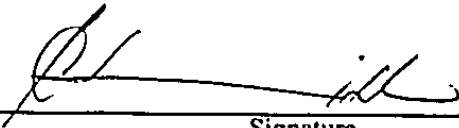
TITLE: EXECUTIVE VICE-PRESIDENT  
(CFO)

TITLE: PRESIDENT (CEO)

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

28 day of OCTOBER, 19 96.

(An additional article must be added if an effective date is requested.)

  
\_\_\_\_\_  
Signature (CLIFFORD SMITH)

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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:

CARITECH CORPORATION

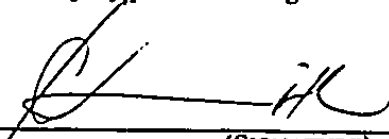
2. The name and address of the registered agent and office is:

CLIFFORD SMITH  
(NAME)

476 W. MELROSE CIRCLE  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FT. UNDERDALE, FL 33312  
(CITY/STATE/ZIP)

*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.*

  
(SIGNATURE)

10/29/96  
(DATE)