CT CORPORATION SYSTEM		
Requestor's Name 660 East Jefferson Stree		
Address Tallahassee, FL 32301	222-1092	100002041061- -12/30/960103601
City State Zip CORPORATION	Phone I(S) NAME	*****70.00 ******70 100002041061- -12/30/360103601 ****105.00 ****105
Catalyst V.en	tinos, Inc	: Sec. 1
() Profit Auto of Inc. () NonProfit () Limited Liability Co.	() Amendment	() Merger (
() Foreign	() Dissolution/W	(ithdrawal () Mark
() Limited Partnership () Reinstatement	() Annual Report () Reservation	t () Other UCC Filing () Change of R.A. () Fic. Name
Certified Copyes	() Photo Copies	
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Name Avallability Document Examiner Updater	12-30	PLEASE RETURN EXTRA COPIE

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nc 12/30/96

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

CATALYST VENTURES, INC.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: CATALYST VENTURES, INC..

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS:

19683 Boca Green Drive Boca Raton, Florida 33498

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: ONE THOUSAND (1000).

FOURTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

No stockholder of this corporation shall by reason of his holding shares of any class have any pre-emptive or preferential right to purchase or subscribe to any shares of any class of this corporation, now or hereafter to be authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities, would adversely affect the dividend or voting rights of such stockholder, other than such rights, if any, as the board of directors, in its discretion from time to time may grant, and at such price as the board of directors in its discretion may fix; and the board of directors may issue shares of any class of the corporation, or any notes, debentures, bonds, or other securities convertible into carrying options or warrants to purchase shares of any class, without offering any such shares of any class, either in whole or in part, to the existing stockholders of any class.

FIFTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

No special provisions.

SIXTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS <u>C/O C T CORPORATION SYSTEM</u>, 1200 SOUTH PINE ISLAND ROAD, <u>CITY OF PLANTATION</u>, <u>FLORIDA 33324</u>, AND THE NAME OF ITS REGISTERED AGENT AT SUCH ADDRESS IS <u>C T CORPORATION SYSTEM</u>.

SEVENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Judith L. Ollerenshaw

1025 Vermont Avenue, NW, Washington, D.C. 20005

S. Thomas Sombar

1025 Vermont Avenue, NW, Washington, D.C. 20005

Judith B. Argao

1025 Vermont Avenue, NW, Washington, D.C. 20005

THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 27th DAY OF December, 1996.

SIGNATURE/TITLE

Judith L. Olletenshaw

S. Thomas Sombar Away DAngao

Judith B. Argao

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED December 27th, 1996.

C T CORPORATION SYSTEM

Kevin J. Gallagher

(TYPE NAME OF OFFICER)

Asst. Vice President

(TITLE OF OFFICER)