

LOW OFFICE
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Eric T. Weiss

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VIA FEDERAL EXPRESS
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-02/05/97--01083--008
*****70.00 *****70.00

Re: Data Warehouse Corporation

Dear Sir/Madam:

I represent the above entity and have enclosed an original and two copies of the following:

1. Articles of Incorporation; and
2. Certificate of Designation of Registered Agent/Registered Office.

I have also enclosed a filing fee in the amount of \$70.00.

Please file in your usual manner and provide me with a date-stamped copy of the Articles of Incorporation in the enclosed self-addressed, stamped envelope.

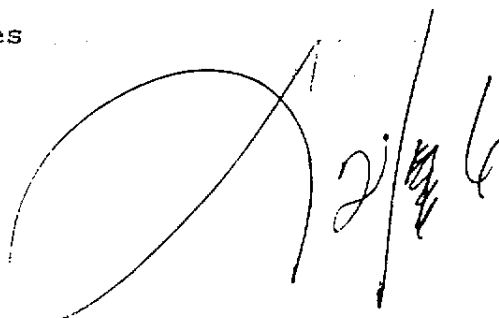
Please feel free to contact me if you have any questions.

Very truly yours,

BASSEY AND SELESKO P.C.


ERIC T. WEISS

ETW:
Enclosures



97 FEB -5 11 12 28

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

Data Warehouse Corporation

ARTICLE II PRINCIPAL OFFICE

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

5430 Lyons Road, #308
Coconut Creek, FL 33073

ARTICLE III SHARES

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

50,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Benjamin S. Waldshan
5430 Lyons Road, #308
Coconut Creek, FL 33073

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

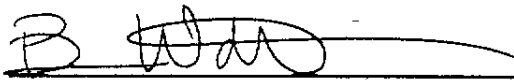
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Benjamin S. Waldshan
5430 Lyons Road, #308
Coconut Creek, FL 33073

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

3rd day of February, 19 97

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



BENJAMIN S. WALDSHAN

Signature

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**

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 Data Warehouse Corporation

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

Benjamin S. Waldshan

(NAME)

5430 Lyons Road, #308

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Coconut Creek, FL 33073

(CITY/STATE/ZIP)

RECEIVED
FEB 11 1997
97 FEB -5 AM 10:25
TALLAHASSEE, FLORIDA

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.

B. Waldshan

(SIGNATURE)

BENJAMIN S. WALDSHAN

February 3, 1997

(DATE)