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3/06/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: CORDES SYSTEMS, INC.
AUDIT NUMBER.....H97000003908
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

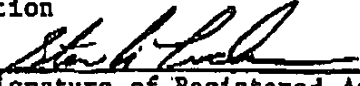
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Article 1: Name of Corporation CORDES SYSTEMS, INC.
Address of Corporation 9733 ARBOR OAKS LANE Suite 305
BOCA RATON, FLORIDA 33428

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$10.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: STEVEN A. CORDES
and 9733 ARBOR OAKS LANE Suite 305
REGISTERED AGENT: BOCA RATON, FLORIDA 33428

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

 3/6/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.

1. <u>STACY L. CORDES</u>	<u>STEVEN A. CORDES</u>
<u>9733 ARBOR OAKS LANE #305</u>	<u>9733 ARBOR OAKS LANE #305</u>
<u>BOCA RATON, FLORIDA 33428</u>	<u>BOCA RATON, FLORIDA 33428</u>

Article 5: The Name and Address of the INCORPORATOR is:

STEVEN A. CORDES
9733 ARBOR OAKS LANE #305
BOCA RATON, FLORIDA 33428

In witness whereof I have subscribed my name


Signature of Incorporator

STEVEN A. CORDES

497-3908

Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571