

P97000022219



ACCOUNT NO. : 072100000032

REFERENCE : 288785 1429D

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 122.50

ORDER DATE : March 11, 1997

ORDER TIME : 10:04 AM

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ORDER NO. : 288785-005

CUSTOMER NO: 1429D

CUSTOMER: Ms. Darlajo C. Swab
CUMMINGS & LOCKWOOD

P. O. Box 413032
3001 Tamiami Trail, North
Naples, FL 33941-3032

DOMESTIC FILING

NAME: TECHNOLOGIES STRATEGIES
GROUP INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR 11 AM 9:03

FILED

DIVISION OF CORPORATION

97 MAR 11 PM 12:13

RECEIVED

K.R. MAR 12 1997

**ARTICLES OF INCORPORATION
OF
TECHNOLOGIES STRATEGIES GROUP INC.**

97 MAR 11 AM 9:03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

Technologies Strategies Group Inc.

SECOND: The initial principal office or mailing address of the Corporation is:

25160 Ridge Oak Drive
Bonita Springs, FL 34134

THIRD: The aggregate number of shares that the Corporation is authorized to issue is SEVEN-THOUSAND FIVE HUNDRED (7,500) shares of common stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

Aaron A. Farmer


FIFTH: The name and address of the sole incorporator of the Corporation is:

Aaron A. Farmer
c/o Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34110

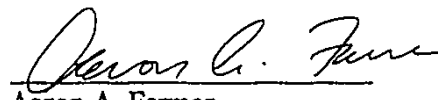
SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person to serve as sole director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

Marc G. Schulman
25160 Ridge Oak Drive
Bonita Springs, FL 34134

THE undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 10th day of March, 1997.


Aaron A. Farmer, Incorporator

I, Aaron A. Farmer, having been designated to act as registered agent, hereby agree to act in this capacity.


Aaron A. Farmer
Initial Registered Agent

N1989701.DOC 03/10/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA