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TRANSMITTAL LETTER

FILED

97 MAR 20 PM 2:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Divisions of Corporations  
PO Box 6327  
Tallahassee, FL 32314

200002119042--4  
-03/20/97--01070--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject : TeraFlop Technologies, Inc.

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

**\$70.00 Filing Fee**

Please return the copy to me with the filing date stamped on it. Thank-you.

FROM:

**Incorporator**

David Devaney, Jr.  
1314 Summit Run Circle  
West Palm Beach, FL 33415  
561-478-9653 (daytime phone)

**Registered Agent**

Patricia A Butler  
1654 60<sup>th</sup> Trail South  
West Palm Beach, FL 33415  
561-963-7771 (daytime phone)

PK  
3/25/97

Articles of Incorporation

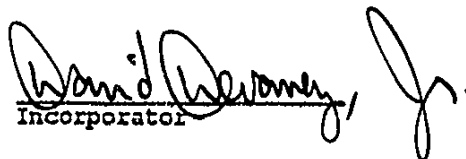
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TALLAHASSEE, FLORIDA

1. The name of the corporation shall be : TeraFlop Technology, Inc.
2. The principal place of business and mailing addresses of the corporation is : 1654 60<sup>th</sup> Trail South  
West Palm Beach, Florida 33415
3. The corporation shall have the authority to issue 1,000,000 shares of stock.
4. The registered agent of the corporation is Patricia A Butler and the registered street address is 1654 60<sup>th</sup> Trail South, West Palm Beach, Florida 33415.
5. The initial Board of Directors shall have two members whose names and addresses are as follows:  
  
David Devaney, Jr.  
1314 Summit Run Circle  
West Palm Beach, Florida 33415  
  
Patricia A Butler  
1654 60<sup>th</sup> Trail South  
West Palm Beach, Florida 33415

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

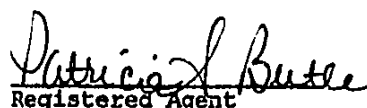
6. The incorporator of this corporation is David Devaney, Jr. Whose street address is 1314 Summit Run Circle, West Palm Beach, Florida 33415.

Dated March 17, 1997

  
Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated March 17, 1997

  
Registered Agent