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March 24, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

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-03/26/97--01033--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Skeltrak, Inc.

Dear Sir or Madam:

We are enclosing Articles of Incorporation for the subject corporation together with our firm check in the amount of \$122.50 to cover the following fees:

\$35.00 - Filing Fee  
52.50 - One Certified Copy  
35.00 - Registered Agent

Once the Articles have been filed, please return a certified copy of the Articles together with your letter of acknowledgement to me in the enclosed self-addressed, stamped envelope.

If there is a problem with the enclosed filing, please contact me.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON  
STRICKLAND & WEINER,

April A. Haley  
Corporate Legal Assistant

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
SKELTRAK, INC.**

**Article I - Name**

The name of this corporation is Skeltrak, Inc.

**Article II - Capital Stock**

This corporation is authorized to issue 10,000 shares of common stock.

**Article III - Mailing Address and Principal Office**

The mailing address and principal office of the corporation is 46 N. Washington Blvd., #1, Sarasota FL 34236.

**Article IV - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 46 N. Washington Blvd., #1, Sarasota FL 34236 and the name of the initial registered agent of this corporation at that address is Nevin A. Weiner.

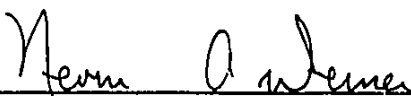
**Article V - Initial Board of Directors**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation is Nevin A. Weiner, 46 N. Washington Blvd., #1, Sarasota FL 34236.

**Article VI - Incorporator**

The name and address of the person signing these Articles is Nevin A. Weiner, 46 N. Washington Blvd., #1, Sarasota FL 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of March, 1997.

  
NEVIN A. WEINER, Incorporator

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NOTICE OF APPOINTMENT OF REGISTERED AGENT  
ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE  
SECRETARY OF STATE  
TOLSON  
MISSISSIPPI  
FLORIDA

The undersigned, NEVIN A. WEINER, having a street address of 46 N. Washington Boulevard, #1, Sarasota FL 34236, having been appointed by the directors of SKELTRAK, INC., as registered agent, states as follows:

1. The corporation shall maintain an office at 46 N. Washington Boulevard, # 1, Sarasota FL 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.

  
NEVIN A. WEINER

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