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LAW OFFICES OF DANIEL T. WHITE, ESQ.

**17110 Carrington Park Drive, Suite 822
Tampa, Florida 33647**

tele: 813/972-8160

fax: 813/979-1554

April 15, 1997

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

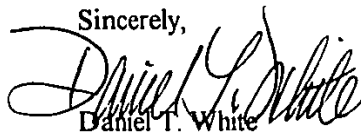
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re: CNS Technology, Inc.

To whom it may concern:

Please find enclosed an executed original and one photocopy of the articles of incorporation for the above referenced corporation. In that regard, I have also enclosed a check in the amount of \$122.50 to cover the required filing fees (articles--\$35.; registered agent designation--\$35; and certified copy \$52.50). Please return a certified copy to me in the self-address, stamped envelope that I have enclosed for your convenience. Thanks.

Sincerely,


Daniel T. White

Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BM 4/16/97

ARTICLES OF INCORPORATION
OF
CNS TECHNOLOGY, INC.

Article I: Name

The name of this Corporation is CNS TECHNOLOGY, INC.

Article II: Duration

The Corporation shall have perpetual existence.

Article III: Purpose

The Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation in which the Corporation may choose to engage in business activities.

Article IV: Capital Stock

The Corporation shall have the authority to issue One Million (1,000,000) shares of capital stock, all of which shall be Common Stock having a par value of \$.01 per share.

Article V: Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 17110 Carrington Park Drive, Suite 822, Tampa, Florida 33647, and the name of the initial registered agent of the Corporation at that address is Daniel T. White, Esquire.

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TALLAHASSEE, FLORIDA

Article VI: Principal Office and Mailing Address


The principal office and mailing address of this Corporation is 1350 Tyler Street, #5, Hollywood, Florida 33019.

Article VII: Incorporator

The name and address of the incorporator of the Corporation and the person signing the Corporation's original Articles of Incorporation is:

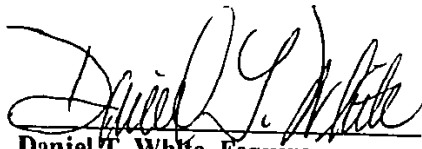
Daniel T. White, Esquire
17110 Carrington Park Drive, Suite 822
Tampa, Florida 33647

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of April, 1997.



Daniel T. White, Esquire
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.


Daniel T. White, Esquire
Dated: April 15, 1997

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