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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

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FAX #: (305)541-3770

NAME: NOVA SYSTEMS CORPORATION

AUDIT NUMBER.....H97000007773

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1997

EMPIRE

SUBJECT: NOVA SYSTEMS CORPORATION
REF: W97000010931

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register FAX Aud. #: H97000007773
Corporate Specialist Supervisor Letter Number: 897A00025287

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ARTICLES OF INCORPORATION
OF
NOVA SYSTEMS CORPORATION

ARTICLE I - NAME

The name of the corporation is: NOVA SYSTEMS CORPORATION

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

A. To engage generally in the business of buying, selling, leasing, importing, exporting, and trading in goods and merchandise of all types and kinds regardless of location.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other government, and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

C. To purchase, manufacture or otherwise acquire and to own, mortgage, sell, pledge, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, any services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, cooperative association, state fair or exposition.

D. No recitation or declaration of special purposes or powers herein enumeration shall be deemed to be exclusive, but all lawful powers now or which may hereafter be conferred to a corporation for profit under the laws of the State of Florida are hereby included.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares of common stock having a par value of One Dollar (\$1.00) per share.

Louis L. LaFontaine, Jr.
3121 Commodore Plaza, Suite 301
Miami, FL 33133
Florida Bar No. 044851
(305) 444-3121

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ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is:

6512 SW 61 Street
Miami, FL 33143

and the name and address of the initial registered agent of this corporation is:

Louis L. LaFontisee, Jr.
3121 Commodore Plaza, Suite 301
Miami FL 33133

ARTICLE VI - MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed by, the Board of Directors consisting of not less than one and not more than five directors elected by a majority vote of the shareholders. Each director must be over twenty-one (21) years of age.

ARTICLE VII - INITIAL DIRECTORS

The name and address of the initial director of this corporation is:

Tibet Kaan Demirtas
6512 SW 61 Street
Miami, FL 33143

ARTICLE VIII - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE IX - INITIAL OFFICERS

The names and addresses of the initial officers of this corporation are:

President Tibet Kaan Demirtas
6512 SW 61 Street
Miami, FL 33143

Secretary Tibet Kaan Demirtas
6512 SW 61 Street
Miami, FL 33143

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ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles as incorporator, and the sole subscriber to its shares, is:

Tibet Kaan Demirtas
6512 SW 61 Street
Miami, FL 33143

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 8th day of May, 1997.



Tibet Kaan Demirtas

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

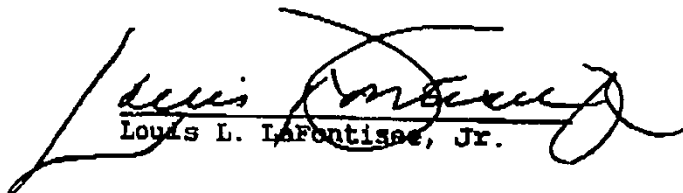
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.:

FIRST: NOVA SYSTEMS CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Miami, Florida, has named:

LOUIS L. LaFONTISEE, JR.

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree with the provisions of said Act relative to keeping open said office.


Louis L. LaFontisee, Jr.

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