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Phone #

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97 JUN 11 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Torrey Technologies Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

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3. _____
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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97 JUN 11 AM 11:58
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
TORREYA TECHNOLOGIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Florida for-profit corporation under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I:

NAME

The name of the corporation shall be Torreya Technologies, Inc.

ARTICLE II:

PRINCIPAL OFFICES

The principal offices of the corporation shall be located at 4356 David Court, Tallahassee, Florida 32308. The mailing address of the corporation is P.O. Box 12212, Tallahassee, Florida 32317.

ARTICLE III:

PURPOSE

The purpose for which the corporation is formed is to engage in any business lawfully permitted under the laws of the United States and Florida.

ARTICLE IV:

DURATION

The duration of the corporation shall be perpetual.

ARTICLE V:

AUTHORIZED SHARES

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common voting stock having a par value of \$.01 per share.

ARTICLE VI:

REGISTERED AGENT

The initial registered agent is: Steven M. Malono, Esq., and the address of the corporation's registered office is 131 North Gadsden Street, Tallahassee, Florida 32301.

ARTICLE VII:

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Steven M. Malono, Esq., 131 North Gadsden Street, Tallahassee, Florida 32301.

ARTICLE VIII:

BY-LAWS

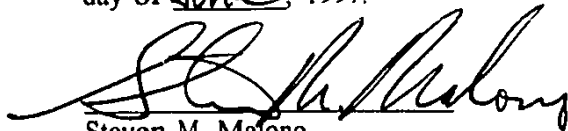
The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX:

AMENDMENTS

The corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, Florida Statutes, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders at a shareholder's meeting as provided by the By-Laws of the corporation.

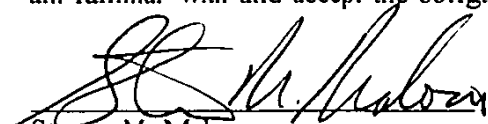
The undersigned incorporator has executed these Articles of Incorporation this 11th day of June, 1997.


Steven M. Malono

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

1. The name of the corporation is Torrey Technologies, Inc.
2. The name and address of the registered agent is: Steven M. Malono, Esq., 131 North Gadsden Street, Tallahassee, Florida 32301.

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


Steven M. Malono

Dated this 11th day of June, 1997.

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