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July 1, 1997

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

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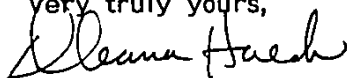
RE: Articles of Incorporation
Electronic Production Solutions, Inc.

To Whom It May Concern:

Enclosed please find Articles of Incorporation documents of Electronic Production Solutions, Inc., which we are submitting to you along with a check for \$122.50, to cover the filing fee and the cost of a certified copy; please return same to us in the self addressed stamped envelope.

If you have any questions regarding this document please call our office at 954/730-8989.

Very truly yours,


ILEANA HAEDO, ESQ.
For the Firm

IH/gjd
Encls.

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DIVISION OF STATE
TALLAHASSEE, FLORIDA

9 JUL 9 1997

ARTICLES OF INCORPORATION

OF

ELECTRONIC PRODUCTION SOLUTIONS, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: ELECTRONIC PRODUCTION SOLUTIONS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is/are: 9950 Stirling Road, Suite 107, Cooper City, Florida 33024

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100): One Dollar (\$1.00) Par Value.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President:

JAY S. WOOLFSTEAD
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

Vice President:

STEPHEN M. MARX
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

Treasurer:

JAY S. WOOLFSTEAD
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

Secretary:

STEPHEN M. MARX
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INCORPORATORS.

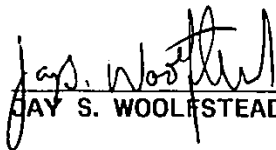
Incorporator:

JAY S. WOOLFSTEAD
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

STEPHEN M. MARX
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

IN WITNESS WHEREOF, the undersigned (has)(have) executed these articles of incorporation on ~~March 27~~ JULY, 1997.

Signature of Incorporator,


JAY S. WOOLFSTEAD


STEPHEN M. MARX

COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 27 day of JULY, 1997, by:



GRIGEL JULIE DOSAL
My Comm Exp. 5/23/2003
Bonded By Service Ins
No. CC635807
() Personally Known () F.O.B.I.D.


NOTARY PUBLIC

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

ELECTRONIC PRODUCTION SOLUTIONS, INC.

2. The name and address of the registered agent and office is:

JAY S. WOOLFSTEAD
9950 STIRLING ROAD, SUITE 107
COOPER CITY, FLORIDA 33024

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

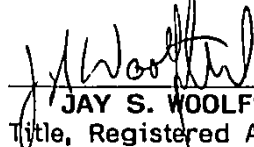


JAY S. WOOLFSTEAD

Title, Registered Agent

DATE: 27 day of JUNE, 1997.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



JAY S. WOOLFSTEAD
Title, Registered Agent

DATE: 27 day of JUNE, 1997.