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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004

CONTACT: ~~JOHNNY C RODRIGUEZ~~ Brantons

PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: DACE CORP.

AUDIT NUMBER......H97000011579

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

CERT. OF STATUS..1 PAGES....... 4

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July 17, 1997

CORPORATE CREATIONS INTERNATIONAL INC

,

SUBJECT: DACE CORP.
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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 registered agent designation page does not meet legibility requirements for electronic filing.

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Becky McKnight
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Dace Corp.

Article II. Address

The mailing address of the Corporation is:
Dace Corp.
6372 Woodbirch Place
Sarasota FL 34238

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Duane A. Emshoff
6372 Woodbirch Place
Sarasota FL Sarasota

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Duane A. Emshoff

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 16, 1997.

The undersigned incorporator executed these Articles of Incorporation on July 16, 1997.

CORPORATE CREATIONS INTERNATIONAL INC.
Brian R. Fons Vice President

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

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TALLAHASSEE, FLORIDA

CORPORATION:
Dace Corp.

REGISTERED AGENT/OFFICE:
Duane A. Emshoff
6372 Woodbirch Place
Sarasota FL Sarasota

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

DUANE A. EMSHOFF

Date: July 16, 1997

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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