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ATTORNEY AT LAW

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Civil Litigation
Family Law

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Aug 18 1997

Department of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

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Re: LDI TECHNOLOGIES, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation for LDI Technologies, Inc. to be submitted for filing along with my office account check in the amount of \$122.50 to cover fees and costs.

I also enclose a copy of the Articles of Incorporation to be certified and returned to my office.

Should you have any questions, please contact my office.

Sincerely,


Peter A. Peak

FILED
97 AUG 22 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAP:jh
Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. NAME: The name of this corporation is **LDI TECHNOLOGIES, INC.**
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. STOCK: The corporation is authorized to issue SEVEN THOUSAND, FIVE HUNDRED, (7,500) shares of common stock, all of one (1) class, at ONE DOLLAR (\$1.00) par value.

5. ADDRESS OF PRINCIPAL OFFICE: The address of the principal office of the corporation is:

7308 18th Avenue N.W.
Bradenton, Florida 34209

6. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of this corporation is as follows:

Larry Swensk
7308 18th Avenue N.W.
Bradenton, Florida 34209

7. INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

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

NAME

Larry Swensk

ADDRESS

7308 18th Avenue N.W.
Bradenton, Florida 34209

8. **INCORPORATOR:** The name and address of the incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Larry Swensk

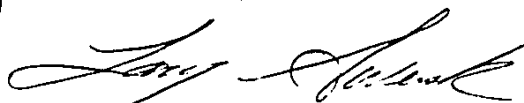
7308 18th Avenue N.W.
Bradenton, Florida 34209

9. **AMENDMENT OF ARTICLES:** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

10. **INDEMNIFICATION:** The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.041 of the Florida Statutes, as amended.

11. **PREEMPTIVE RIGHTS:** Each shareholder of this corporation shall have the first right to purchase shares, and securities convertible into shares, of any class, kind or series of stock in this corporation that may from time to time be issued whether or not presently authorized including the shares from the treasury of this corporation, in the ratio that the numbers of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of August, 1997.



LARRY SWENSK, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.



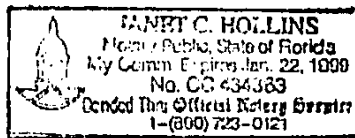
LARRY SWENSK, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME personally appeared LARRY SWENSK, personally known to me or who has produced Florida Driver's License #: FN#5520-521-47-370-0 as identification and is described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 19 day of August, 1997.

MY COMMISSION EXPIRES:



Janet C. Hollins
Signed Name of Notary Public
JANET C. HOLLINS
Typed Name of Notary Public
Commission No.: _____

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TALLAHASSEE, FLORIDA
CLERK OF DISTRICT COURT

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((H97000013948 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: EXUS, INC.

AUDIT NUMBER.....H97000013948

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
of
EXUS, INC.

I, THE UNDERSIGNED, FRANCISCO C. DE LA OLIVA, hereby associate myself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

EXUS, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To engage in any legal business.

b. In the purchase or acquisition of business rights of franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.

c. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the power hereinabove specifically delegated of implied.

ALFREDO SANCHEZ
5200 SW 8 ST. 202A
MIAMI, FL 33134
(305) 445.9025

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ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 500 shares of common stock of ONE DOLLAR PAR VALUE.

All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of FIVE HUNDRED AND 00/100 DOLLARS .

ARTICLE V

CORPORATE EXISTING

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be: 2751 NW 84TH STREET, MIAMI, FLORIDA 33147 and with the privilege of having branch offices at other places within or without the State of Florida.

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ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be: FRANCISCO C. DE LA OLIVA

ARTICLE VIII

The number of Directors of this corporation shall be not less than ONE (1) nor more than FIVE (5).

ARTICLE IX

DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
FRANCISCO C. DE LA OLIVA	90 NW 154TH STREET MIAMI, FL 33169

ARTICLE X

The name and address of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

NAME	TITLE	ADDRESS
FRANCISCO C. DE LA OLIVA	PRESIDENT	90 NW 154TH STREET MIAMI, FL 33169

ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

NAME	ADDRESS	NUMBER OF SHARES
FRANCISCO C. DE LA OLIVA	90 NW 154TH STREET MIAMI, FL 33169	500

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ARTICLE XII

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

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

First, that EXUS, INC. desiring to organize or qualify
under the law of the State of Florida, with its
principal place of business at City of Miami, State of
Florida, has named FRANCISCO C. DE LA OLIVA, at 2751 NW 84TH
STREET, MIAMI, FL 33147, as its agent to accept service of
process within Florida.

Francisco C. de la Oliva
CORPORATE OFFICER

DATE: August 20th, 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.

Francisco C. de la Oliva
DATE: August 20th, 1997

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ARTICLE XIII

ACKNOWLEDGEMENT

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 20th day of August, 1997
Personally appeared before me, the undersigned Notary Public
in and for the State of Florida, FRANCISCO C. DE LA OLIVA
party to the foregoing Certificate of Incorporation, and
acknowledged that he or she did make, subscribe and acknowledge
the foregoing Certificate as and for his or her voluntary act and
deed, and that the facts herein set forth are true and correct
as given under my hand and official seal, the day and year
written at Miami, Dade County, Florida.

Martina I. Valverde
Notary Public
State of Florida at Large

My commission expires:

Subscribers:

Francisco D. de la Oliva
FRANCISCO D. DE LA OLIVA
PRESIDENT



MARTHA I. VALVERDE
COMMISSION # CC 476263
EXPIRES JUN 25, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.