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ATTORNEYS' SECRETARIAL SERVICES, INC.

EXPERIENCED LEGAL SECRETARIES FOR TEMPORARY AND PERMANENT ASSIGNMENTS
ALL AREAS OF FLORIDA LAW

8930 State Road 84, Suite #289
Fort Lauderdale, FL 33324

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August 20, 1997

Secretary of State
Florida Department of State
DIVISION OF CORPORATIONS
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

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-08/28/97--01105--002
****122.50 ****122.50

RE: ADVANCED DESIGN CONSULTANTS, INC.

Gentlemen:

Enclosed herewith please find original and one (1) copy Articles of Incorporation and Certificate of Registered Agent for ADVANCED DESIGN CONSULTANTS, INC., along with a check in the amount of \$122.50, representing your costs for filing fees.

Also, enclosed please find our check in the amount of \$122.50, representing your costs for filing fees of same. Kindly return the Certificate of Filing, along with a certified copy of the Articles of Incorporation to my office in the self-addressed stamped envelope that has been provided.

If you should have any questions concerning this matter, please do not hesitate to contact me.

Thank you for your attention herein.

Sincerely,

ATTORNEYS' SECRETARIAL SERVICES, INC.

Janie L. Meredith

JANIE L. MEREDITH, President

JLM:hb
Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 28 PM 2:47

8-29-97
WS

ARTICLES OF INCORPORATION
OF
ADVANCED DESIGN CONSULTANTS, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ARTICLE I - NAME

The name of this corporation is ADVANCED DESIGN CONSULTANTS, INC., and its principal place of business is 10405 Azalea Drive, Port Richey, FL 34668.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollars (\$1.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 10405 Azalea Drive, Port Richey, FL 34668, and the initial registered agent at this address is M. MORASH.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director(s) of this corporation are as follows:

M. MORASH, President
10405 Azalea Drive
Port Richey, FL 34668

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

M. MORASH, President
10405 Azalea Drive
Port Richey, FL 34668

ARTICLE X - AMENDMENT

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.

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

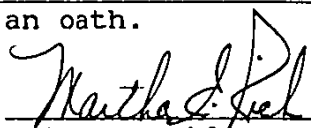
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 11th day of August, 1997.



M. MORASH, President

STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 11th day of August, 1997, by M. MORASH, President, who is personally known to me or has produced _____ as identification and who did/did not take an oath.



Notary Public, State of
Florida

MARTHA E. Rich

Print, type or stamp name

Comm. Exp. Serial No.




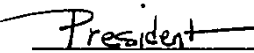
MARTHA E. RICH
COMMISSION # CC 483805
EXPIRES MAY 15, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

**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 ADVANCED DESIGN CONSULTANTS, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 10405 Azalea Drive, in the City of Port Richey, County of Pasco, State of Florida, has named M. MORASH, located at 10405 Azalea Drive, City of Port Richey, County of Pasco, State of Florida, as its agent to accept service of process within the State of Florida.

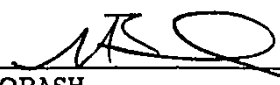

M. MORASH
Corporate Officer


Title

8-11-97
Date

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Having been named to accept service of process for the above named 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.


M. MORASH
Registered Agent

8-11-97
Date