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William O. Clifton

ATTORNEY AT LAW

EFFECTIVE DATE
9/1/97

Copy

September 3, 1997

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*****70.00 *****70.00

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

Subject: WWC TECH SYSTEMS, INC.

As attorney for my brother, Woodrow W. Clifton, I am enclosing an original and one copy of the Articles of Incorporation and Designation of Registered Agent and Registered Office together with my check for \$70, to pay the filing fee for each instrument.

Please file the original of each document and stamp the copy of each, and return the same to me or to my brother whose address is shown below. I have enclosed a stamped envelope for your convenience in mailing the copy to or to my brother.

Sincerely yours,

Wm O Clifton

William O. Clifton
Attorney for Applicant
Fl Bar no. 014170

Woodrow W. Clifton

Woodrow W. Clifton, Incorporated
2807 West Fountain Blvd.
Tampa, FL 33609-4011
Tel: (813) 348-3803

Charles

GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DQC. EXAM

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FILED

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TM-9/9/97

CERTIFICATE OF INCORPORATION

OF

WWC TECH SYSTEMS, INC.

ARTICLE I CORPORATE NAME

The name of this corporation is WWC TECH SYSTEMS, INC.

ARTICLE II OFFICE

The principal office and street address of this corporation is
2807 West Fountain Blvd., Tampa, FL 33609-4011.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is TEN THOUSAND (10,000) shares, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders shall have a right to vote. The Incorporator of this corporation shall have the first option to purchase and to hold fifty-one percent (51%) of all stock issued by this corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is CHARLES M. CLIFTON, and the initial registered office is at 2807 West Fountain Blvd., Tampa, FL 33609-4011.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLE V DIRECTORS-SHAREHOLDERS

This corporation shall not have a Board of Directors. The Board of Directors is eliminated pursuant to F.S. 607-0732. All corporate powers authorized by law shall be exercised by the shareholders by and through such officers and committees as the shareholders may appoint from time to time, as needed in the opinion of a majority of the shareholders.

ARTICLE VI BYLAWS

The initial Bylaws shall be adopted by the Incorporator. Thereafter, the shareholders may adopt, amend or repeal any Bylaw at any meeting of the shareholders after reasonable notice, either oral or written, hand delivered, U.S. Mail, by telephone, or electronic communication.

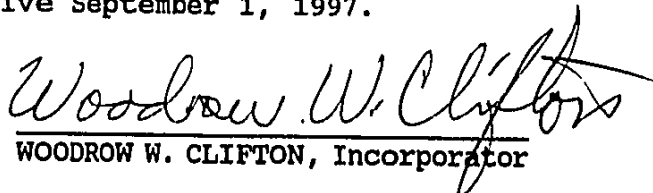
ARTICLE VII AMENDMENTS

These articles of incorporation may be amended by the shareholders at any meeting with reasonable notice, either oral or written, hand delivered, U.S. Mail, by telephone, or other electronic communication.

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is WOODROW W. CLIFTON, whose address is 2807 West Fountain Blvd., Tampa, FL 33609-4011.

Signed August 30, 1997 effective September 1, 1997.


WOODROW W. CLIFTON, Incorporator

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of F.S. 607.0501, 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 WWC TECH SYSTEMS, INC.
2. The name and address of the registered agent and office is CHARLES M. CLIFTON, 2807 West Fountain Blvd., Tampa, FL 33609-4011.

WWC TECH SYSTEMS, INC.

By:

Woodrow W. Clifton
WOODROW W. CLIFTON, Incorporator

ACCEPTANCE

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.

Charles M. Clifton
CHARLES M. CLIFTON
August 30

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DIVISION OF
TALLAHASSEE
FLORIDA

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