

BIRD-PRESSLEY MANAGEMENT CO.

Pg 7000008245

September 19, 1997

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

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*****78.75 *****78.75

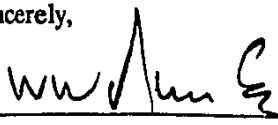
Re: CARDCAM, INC.

To Whom It May Concern:

Enclosed are an original and one (1) copy of the articles of incorporation for Cardcam, Inc.

Also enclosed is a check in the amount of \$78.75 for the filing fee and a certificate.

Sincerely,



William W. Pressley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Property Management • Leasing • Maintenance Programs

847 20th Place, Vero Beach, Florida 32960 • Telephone: (561) 567-4050 • Facsimile: (561) 778-8502

ARTICLES OF INCORPORATION

OF

CARDCAM, INC.

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SECRET
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation shall be: Cardcam, Inc.

ARTICLE II -- NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE III -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

847 20th Place
Vero Beach, Florida 32960

ARTICLE IV -- SHARES

This corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of this corporation may be issued for consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for this corporation, having a value as is determined from time to time by the Board of Directors of this corporation, not less than the par value of the stock so to be issued.

ARTICLE V -- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

William W. Pressley
847 20th Place
Vero Beach, Florida 32960

ARTICLE VI -- BOARD OF DIRECTORS

The powers of this corporation shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased by the shareholders from time to time as provided in the by-laws of this corporation.

ARTICLE VII -- INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

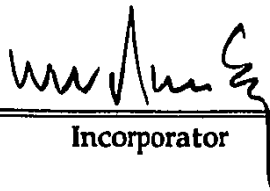
William W. Pressley
847 20th Place
Vero Beach, Florida 32960

ARTICLE VIII -- SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of this corporation and creating, defining, limiting and regulating the powers of this corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation:

1. No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in this corporation.
2. The Board of Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

The undersigned incorporator has executed these Articles of Incorporation this 19th day of September, 1997.



Incorporator

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: CARDCAM, INC.
2. The name and address of the registered agent and office is:

William W. Pressley
847 20th Place
Vero Beach, FL 32960

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STATE OF FLORIDA
TALLAHASSEE

Having been named as registered 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.

William W. Pressley
(Signature)

SEPT. 19, 1997
(Date)