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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -8 PM 2: 23

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

700002315577--6
-10/08/97--01121--015
*****78.75 *****78.75

SUBJECT: The NAZARITE Corporation, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ADRIAN L. GRIGGS
Name (Printed or typed)

9500 NW 7th AVENUE
Address

MIAMI, FL 33150
City, State & Zip

(305) 835-8516
Daytime Telephone number

6

NOTE: Please provide the original and one copy of the articles.

B. BROWN 'OCT - 9 1997

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ARTICLES OF INCORPORATION
OF THE NAZARITE CORPORATION, INC.

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

1. **Name:** The name of the corporation is THE NAZARITE CORPORATION, INC.
2. **Duration:** The period of duration is perpetual
3. **Purpose:** The purpose is to provide computing, consulting, and communications services and to engage in any activities under the laws of the United States of America and The State of Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$ 7.00 par value.
5. **Initial Registered Office and Agent.** The name and address of in initial registered agent is as follows:

Adrian L. Griggs
9500 N.W. 7th Avenue
Miami, Florida 33150

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

THE NAZARITE CORPORATION, INC.
9500 N.W. 7th Avenue
Miami, Florida 33150

Document Prepared by:
ADRIAN L. GRIGGS
9500 N.W. 7th Avenue
Miami, Florida 33150

7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Adrian L. Griggs
9500 N.W. 7th Avenue
Miami, Florida 33150

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

Adrian L. Griggs
9500 N.W. 7th Avenue
Miami, Florida 33150

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.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. **Conflict of Interest.** This corporation expressly elects not to be governed by Florida Statutes Section 607.0901 (1991), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of Oct, 1997.

[Signature]
Adrian L. Griggs, Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

[Signature]
Adrian L. Griggs, Registered Agent

BEFORE ME, the undersigned authority personally appeared Adrian L. Griggs, to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of October 1997.



AINSWORTH F. SMITH
Notary Public, State of Florida
My comm. expires Mar. 05, 2000
No. CC531952

[Signature]
Notary Public
State of Florida

My Commission Expires:

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared ADRIAN L. GRIGGS to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of October 1997.

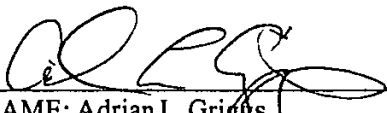


AINSWORTH F. SMITH
Notary Public, State of Florida
My comm. expires Mar. 05, 2000
No. CC531952

[Signature]
NOTARY PUBLIC STATE OF FLORIDA

STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Chief Executive Officer for THE NAZARITE CORPORATION does on behalf of THE NAZARITE CORPORATION certify that he is familiar with and accepts the duties and responsibilities of Chief Executive Officer for THE NAZARITE CORPORATION, INC.

By: 
NAME: Adrian L. Griggs
TITLE: Chief Executive Officer

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 4th day of October 1997 by Adrian L. Griggs, who has produced _____ as identification for The Nazarite Corporation, Inc. or who is personally known by me.



Name:
Notary Public




AINSWORTH F. SMITH
Notary Public, State of Florida
My comm. expires Mar. 05, 2000
No. CC 531052

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STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Registered Agent for THE NAZARITE CORPORATION, INC. does on behalf of THE NAZARITE CORPORATION, INC. certify that he is familiar with and accepts the duties and responsibilities of Registered Agent for THE NAZARITE CORPORATION, INC.

By: 
NAME: Adrian L. Griggs
TITLE: C.E.O./Registered Agent

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 4th day of Oct, 1997 by Adrian L. Griggs, who has produced _____ as identification for THE NAZARITE CORPORATION, INC. or is personally known by me.



Name:
Notary Public



AINSWORTH F. SMITH
Notary Public, State of Florida
My comm. expires Mar. 05, 2000
No. CC631952