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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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ACCT#: 070744001530

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NAME: DIGITAL WORKS, INC.

AUDIT NUMBER.....H97000017016

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

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation DIGITAL WORKS, INC.
Address of Corporation 1984 DIAMOND COURT
OLDSMAR, FLORIDA 34677

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT
and
REGISTERED OFFICE: PEGGY T. GANGER
1984 DIAMOND COURT
OLDSMAR, FLORIDA 34677

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Peggy T. Ganger 10/1/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. PEGGY T. GANGER BRUCE E. GANGER
1984 DIAMOND COURT 1984 DIAMOND COURT
OLDSMAR, FL 34677 OLDSMAR, FL 34677

Article 5: The Name and Address of the INCORPORATOR is:

PEGGY T. GANGER
1984 DIAMOND COURT
OLDSMAR, FLORIDA 34677

In witness whereof I have subscribed my name

Peggy T. Ganger
Signature of Incorporator

PEGGY T. GANGER

H97-17016
Prepared by:

ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571