

P970000 89/63

TRANSMITTAL LETTER

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

800002321568--6  
-10/16/97--01029--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Advanced Cybertech Enterprises, 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      X \$78.75      \_\_\_ \$122.50      \_\_\_ \$131.25

FROM: James L. Soule, ESQ.  
Name (printed or typed)  
  
7515 W. Oakland Park Blvd., Suite 103  
Address  
  
Ft. Lauderdale, FL 33319  
City, State & Zip  
  
(954) 572-2121  
Daytime Telephone Number

JAMES L. SOULE GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT R.A. ADDRESS  
DATE 10-16-97  
DOC. EXAM QIN

EFFECTIVE DATE

10-15-97

FILED  
97 OCT 16 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

J. Nadeau OCT 16 1997

FILED  
97 OCT 16 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
of  
ADVANCED CYBERTECH ENTERPRISES, INC.

Article I

The name of the corporation is: ADVANCED CYBERTECH ENTERPRISES, INC.

Article II

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date of execution and acknowledgement of these articles.

Article III

The general nature of the business and the objects and purposes to be transacted are the operation of a software development company.

Article IV

This shall be a for profit corporation with the directors elected in a manner to be specified in the bylaws.

Article V

The street address of the initial registered office of this corporation is 7515 W. Oakland Park Blvd., Suite 103 Ft Lauderdale, Florida 33319, and the name of the initial registered agent of this corporation at that address is James L. Soule.

Article VI

The names of the incorporators signing these articles are: Jaimee Wolf 800 E. Broward Blvd. Suite 700, Ft Lauderdale, Fl. 33301 and Reto Bodmer 800 E. Broward Blvd. Suite 700, Ft Lauderdale, Fl. 33301.

Article VII

The principle place of business and mailing address will be 800 E. Broward Blvd., Suite 700, Ft Lauderdale, Florida 33301.

EFFECTIVE DATE

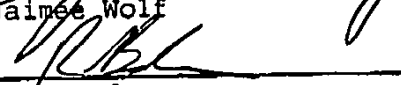
10-15-97

ARTICLE VIII

The number of shares that this corporation is authorized to have outstanding at any one time is 100 shares.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 15<sup>th</sup> day of October, 1997.

  
Jaimee Wolf

  
Reto Bodmer

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: Advanced Cybertech Enterprises, Inc.
2. The name and address of the registered agent and office is:

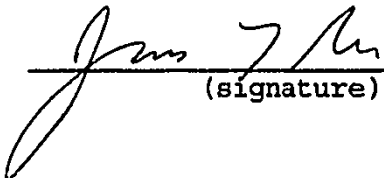
James L. Soule, Esquire  
(name)

7515 W. Oakland Park Blvd., Suite 103  
(P.O. Box not acceptable)

Ft. Lauderdale, FL 33319  
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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.

  
(signature)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

EFFECTIVE DATE

10-15-97