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ROBERT S. FORMAN, P.A.

SUITE 4100
2101 WEST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33309

TELEPHONES (954) 735-0000
(954) 522-7442
FAX (954) 735-3636

November 14, 1997

Department of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

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-11/17/97--01043--017
****122.50 ****122.50

Re: SDN COMPUTER CORP.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following:

Filing fee	\$35.00
Certified copy	\$52.50
Registered agent fee	\$35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

ROBERT S. FORMAN

RSF/br

Enclosures

DMC 11/18/97

FILED
97 NOV 17 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SDN COMPUTER CORP.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is SDN COMPUTER CORP.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is set forth below, which office may be changed from time to time by the Directors of the Corporation:

2101 West Commercial Boulevard
Suite 4100
Fort Lauderdale, FL 33309

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309 and the name of the initial registered agent of this corporation at that address is Robert S. Forman, Esquire.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the initial director of this Corporation is:

Kaspar Anderes
5030 Champion Blvd.
Unit F-5
Boca Raton, FL 33496

Jorg Troeger
9761 NW Saratoga Park Court
Boca Raton, FL 33428

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Robert S. Forman, Esquire
2101 W. Commercial Blvd., Suite 4100
Fort Lauderdale, FL 33309

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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 subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of November, 1997.

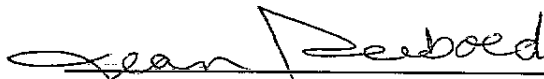


Robert S. Forman
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

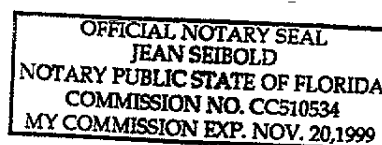
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Robert S. Forman, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14th day of November, 1997.



Notary Public
State of Florida at Large

My Commission Expires:



FILED

DESIGNATION OF REGISTERED AGENT FOR

97 NOV 17 PM 2:24

SDN COMPUTER CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, SDN Computer Corp. desiring to organize and qualify under the laws of the State of Florida, hereby names Robert S. Forman, Esquire, located at 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309 as its agent to accept service of process within Florida.

DATED: November 14, 1997



ROBERT S. FORMAN
Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: November 14, 1997



Robert S. Forman, Esquire
Registered Agent