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December 19, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

Gentlemen/Ladies:

Enclosed please find two executed copies of the Articles of Incorporation of Five Star Technologies, Inc., as well as a check in the amount of \$122.50.

Please file the Articles of Incorporation of this corporation as soon as possible and forward a copy of the certified Articles of Incorporation to me at the address set forth above.

Your cooperation is greatly appreciated. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Gary D. Lipson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

TEN-12/23/97

ARTICLES OF INCORPORATION
OF
FIVE STAR TECHNOLOGIES, INC.

The undersigned does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of this corporation shall be: Five Star Technologies, Inc.

ARTICLE II
MAILING ADDRESS

The initial mailing address of the corporation is: 914 Matanzas Avenue, Coral Gables, Florida 33146.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of capital stock that this corporation shall be authorized to issue and have outstanding at any one time shall be 1,000,000 shares of common stock, \$.0001 par value per share.

ARTICLE IV
REGISTERED AGENT AND REGISTERED OFFICE IN FLORIDA

The initial registered agent and the street address of the initial registered office of the corporation in the State of Florida shall be: Gary D. Lipson at 914 Matanzas Avenue, Coral Gables, Florida 33146.

ARTICLE V

INCORPORATOR

The name of the person signing these Articles of Incorporation as the sole incorporator is Gary D. Lipson and his address is 914 Matanzas Avenue, Coral Gables, Florida 33146.

ARTICLE VI

INDEMNIFICATION

This corporation shall indemnify and hold harmless each and every one of its directors, officers, employees, attorneys and agents to the fullest extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned sole incorporator has executed these Articles of Incorporation on December 19, 1997.

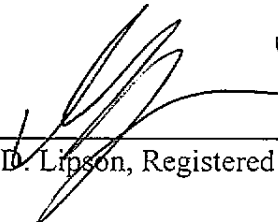


Gary D. Lipson, Sole Incorporator

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TALLAHASSEE, FLORIDA

ACCEPTANCE AS REGISTERED AGENT

The undersigned, named as the registered agent in Article IV of the foregoing Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida General Corporation Act, including specifically Section 607.0505 thereof.



Gary D. Lipson, Registered Agent