



THE UNITED STATES
CORPORATION
COMPANY

P98000004145

ACCOUNT NO. : 072100000032

REFERENCE : 668353 7109431

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 14, 1998

ORDER TIME : 10:15 AM

ORDER NO. : 668353-005

CUSTOMER NO: 7109431

CUSTOMER: Allen J. Levin, Esq
ALLEN J. LEVIN, ESQ

Suite 1-a
3440 Conway Blvd.
Port Charlotte, FL 33952

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-01/14/98--01017--039
****122.50 ****122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 14 PM 12:00

DOMESTIC FILING

NAME: TECHNOLOGIES TO BE,
INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

RECEIVED
98 JAN 14 AM 10:45
DIVISION OF CORPORATION

1/14/98

**ARTICLES OF INCORPORATION
OF
TECHNOLOGIES TO BE, INCORPORATED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 14 PM 12:00

ARTICLE I. CORPORATE NAME

The name of this corporation is:

TECHNOLOGIES TO BE, INCORPORATED

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

858 Linton Avenue, Orlando, FL 32809

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares, all of which shall be common shares of One (\$1.00) Dollar par value each. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT and OFFICE

The name and address of the initial Registered Agent are:

MICHAEL A. LEVIN
858 Linton Avenue
Orlando, FL 32809

ARTICLE V. INCORPORATORS

The name and street address of the incorporators of these articles of incorporation are:

MICHAEL A. LEVIN
858 Linton Avenue
Orlando, FL 32809

GLENN C. FULLER
4718 Haylock Drive
Orlando, FL 32807

MICHELLE FULLER
4718 Haylock Drive
Orlando, FL 32807

ARTICLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE VII. NATURE OF BUSINESS and POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including, but not limited to the furnishing of technical advice to other business entities regarding the use and operation of information systems.

ARTICLE VIII. BOARD OF DIRECTORS

This Corporation shall have Three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

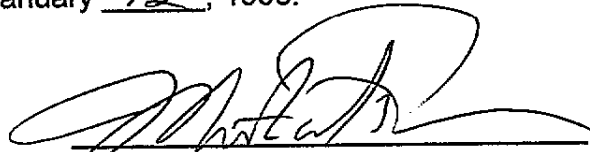
ARTICLE X. ACTIONS BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law, without exception.

ARTICLE XI. INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on January 12, 1998.



MICHAEL A. LEVIN



GLENN C. FULLER




MICHELLE FULLER

STATE OF FLORIDA
COUNTY OF ORANGE

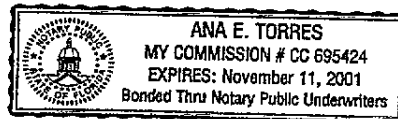
BEFORE ME, a Notary Public, personally appeared MICHAEL A. LEVIN, GLENN C. FULLER, and MICHELLE FULLER, who are personally known to me, or who produced Florida Driver's License as identification, as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on January 12, 1998.

My Commission Expires:


Signature of Notary Public
State of Florida at Large

Print, type or stamp commissioned
name of Notary

96-3/ARTINCOR



**DESIGNATION and ACCEPTANCE OF REGISTERED AGENT
for a FLORIDA CORPORATION**

Pursuant to the provisions of F.S. 607.0501, 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

TECHNOLOGIES TO BE, INCORPORATED

2. The name of the registered agent is

MICHAEL A. LEVIN

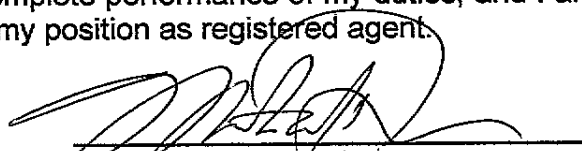
3. The address of the registered agent/registered office is

858 Linton Avenue
Orlando, FL 32809

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 14 PM 12:00

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


MICHAEL A. LEVIN

Dated: January 12, 1998