

P. 98 00000 9164

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January 16, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

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-01/28/98--01069--006
***122.50 ***122.50

Re: SUMMUS, INC.

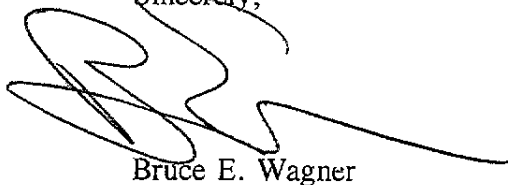
To Whom It May Concern:

Enclosed please find my check in the amount of \$122.50 to cover the cost for you to file the enclosed Articles of Incorporation.

After filing, please return a certified copy to me, along with the official receipt.

Thank you for your anticipated cooperation in this matter.

Sincerely,



Bruce E. Wagner

BEW/nb.
Enclosure

FILED
98 JAN 28 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER JAN 29 1998

ARTICLES OF INCORPORATION

OF

SUMMUS, INC.

FILED
98 JAN 28 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as subscriber of the corporation under the Florida Corporation Law, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be SUMMUS, INC.

ARTICLE II

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III

The principal place of business of this corporation shall be located in Broward County, Florida, with a street address of 3049 Northeast 20th Avenue, Fort Lauderdale, Florida 33306.

ARTICLE IV

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V

The aggregate number of shares of stock that this corporation shall have the authority to issue is one hundred (100) shares of Capital Stock, all of one class with One (\$1.00) Dollar par value.

ARTICLE VI

The name and address of each person signing these Articles of Incorporation as subscriber is Vincent J. Spano, 3049 Northeast 20th Avenue, Fort Lauderdale, Broward County, Florida 33306.

ARTICLE VII

The names and addresse of the person holding office and their respective title(s) are as follows: Vincent J. Spano, President, 3049 Northeast 20th Avenue, Fort Lauderdale, Broward County, Florida 33306.

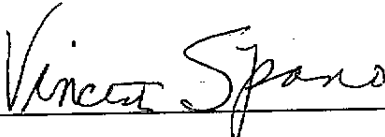
ARTICLE VIII

The corporation may be dissolved at any time: 1) by unanimous written consent of the shareholders; or 2) on the affirmative vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE IX

The initial registered agent is Vincent J. Spano, 3049 Northeast 20th Avenue, Fort Lauderdale, Broward County, Florida 33306.

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at Fort Lauderdale, Broward County, Florida this 22nd day of January 1998.

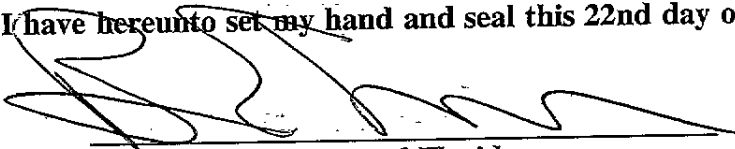


Vincent J. Spano

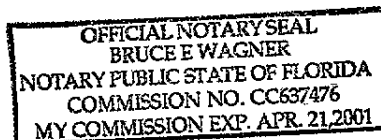
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, on this day, personally appeared Vincent J. Spano, who, after first being duly sworn on oath, deposes and says that the contents herein are true and he did freely and voluntarily, acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein expressed as set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22nd day of January 1998.



Notary Public, State of Florida
Personally Known To Me



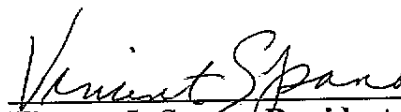
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That SUMMUS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Broward County, Florida, has named Vincent J. Spano, 3049 Northeast 20th Avenue, Fort Lauderdale, Broward County, Florida 33306, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Vincent J. Spano, President

FILED
98 JAN 28 AM 11:57
CLERK OF STATE
TALLAHASSEE, FLORIDA