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HARVEY J. GOLDSTEIN, S.C.

January 28, 1998

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

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-02/02/98--01088--005  
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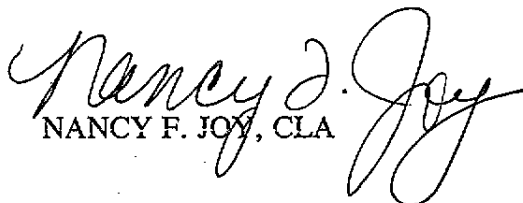
RE: Enhanced Mobility Systems, Inc..

TO WHOM IT MAY CONCERN:

Enclosed please find original Articles of Incorporation for filing in the above referenced matter.  
Also enclosed is our check in the amount of \$122.50 representing your filing fee. Please furnish  
our office with a certified copy of these Articles.

Of course, if you have any questions concerning this matter, please feel free to call.

Sincerely,

  
NANCY F. JOY, CLA

Enc.

cc: - Client

FILED  
98 FEB -2 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK FEB 04 1998

**ARTICLES OF INCORPORATION  
OF  
ENHANCED MOBILITY SYSTEMS, INC.**

**ARTICLE I  
NAME**

The name of this corporation shall be ENHANCED MOBILITY SYSTEMS, INC.

**ARTICLE II  
DURATION**

This corporation shall exist perpetually.

**ARTICLE III  
PURPOSE**

The corporation may perform any lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a \$1.00 par value per share.

**ARTICLE V  
PRE-EMPTIVE RIGHTS**

Each 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 the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**FILED**  
98 FEB -2 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII CUMULATIVE VOTING

At each election for Directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9353 Yardarm Terrace, Hobe Sound, FL 33455, and the name of the initial registered agent of this corporation at that address is MARK P. PONCY.

## ARTICLE IX INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time in accordance with the procedures specified in the corporate By-Laws, but the number of Directors shall never be fewer than one (1). The name and address of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MARK P. PONCY	9353 Yardarm Terrace Hobe Sound, FL. 33455

## ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
MARK P. PONCY	9353 Yardarm Terrace Hobe Sound, FL. 33455

## ARTICLE XI PRINCIPAL OFFICE

The principal office address of the corporation is 9353 Yardarm Terrace, Hobe Sound, FL. 33455.

## ARTICLE XII

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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of January, 1998.

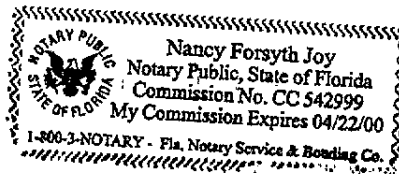
  
MARK P. PONCY

STATE OF FLORIDA  
COUNTY OF Palm Beach

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARK P. PONCY, personally 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, and that he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of January, 1998.

  
Notary Public  
My Commission Expires:



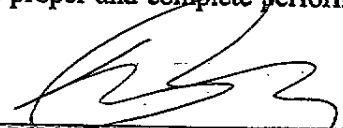
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA NAMING AGENT UPON WHOM  
PROCESS CAN BE SERVED.**

In compliance with Section 48.901, Florida Statutes, the following is submitted:

FIRST: That ENHANCED MOBILITY SYSTEMS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Martin County, State of Florida, has named MARK P. PONCY, located at 9353 Yardarm Terrace, Hobe Sound, FL. 33455, as its agent to accept service of process within Florida.

  
MARK P. PONCY, Incorporator

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.

  
MARK P. PONCY

**FILED**  
98 FEB -2 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA