

STEVEN F. SQUIRE, CHARTERED
ATTORNEY AND COUNSELOR AT LAW
625 N. E. THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33304

STEVEN F. SQUIRE
ALAN J. BRAVERMAN
OF COUNSEL

P98000029790

FILED
98 MAR 30 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(904) 833-8883
(904) 764-2375

March 25, 1998

Secretary of State
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, Florida 32314

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-03/30/98--01092--012
***122.50 ***122.50

Re: Professional Digitizing Services, Inc.
Our File No. 98-418

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the captioned corporation. After this has been filed of record, please return a Certified Copy of the Articles of Incorporation to this office.

Also enclosed in my check in the sum of \$122.50 to cover the following costs:

Resident Agent's Designation	\$ 35.00
Certified Copy of Charter	\$ 52.50
Filing Fee	\$ 35.00
TOTAL	\$122.50

Very truly yours,

STEVEN F. SQUIRE, CHARTERED

STEVEN F. SQUIRE

SFS/bjp

Enclosures

F. CHESSEY APR 1 1998

**ARTICLES OF INCORPORATION
OF
PROFESSIONAL DIGITIZING SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be PROFESSIONAL DIGITIZING SERVICES, INC.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand (7000) shares of common stock with a par value of One (\$1.00) Dollar per share. The actual consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The street address of the initial principal office and the mailing address of this corporation in the State of Florida shall be 2400 Northeast 33rd Avenue, #212, Fort Lauderdale, FL 33305. The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The Registered Agent shall be Steven F. Squire and the Registered Agent's office address shall be 625 Northeast Third Avenue, Suite A, Fort Lauderdale, Florida 33304.

ARTICLE VII

This corporation shall have not less than one director; the number of directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one, and shall be elected in accordance with the By-Laws.

The Directors are:

Keith Riolino
8102 Northwest 2nd Court
Coral Springs, FL 33065

James Weter
2400 Northeast 33rd Ave.
#212
Fort Lauderdale, FL 33305

ARTICLE VIII

The name and post office address of the incorporator to these Articles of Incorporation is:

Steven F. Squire
625 NE 3rd Avenue
Suite A
Fort Lauderdale, FL 33304

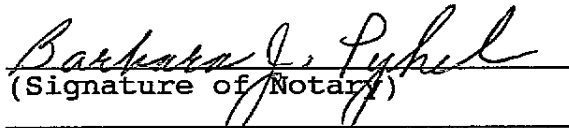
I, the undersigned, being the original incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed charter of said corporation. The undersigned further consents to act as the registered agent of the corporation.

WITNESS my hand and seal this 25 of March, 1998.

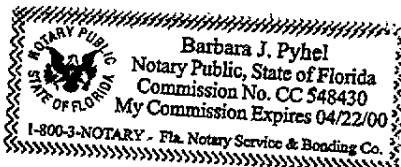

Steven F. Squire, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 25 day of March, 1998 by Steven F. Squire, ✓ who is personally known to me or _____ who has produced his _____ Florida driver's license or _____ as identification.


(Signature of Notary)

(Typed/printed name of Notary)
Notary Public-State of Florida
Serial number (if any) _____
My commission expires: _____



**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:

That Professional Digitizing Services, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida has named STEVEN F. SQUIRE located at 625 Northeast Third Avenue, City of Fort Lauderdale, County of Broward, State of Florida 33304 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.



Steven F. Squire, Resident Agent

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