

P98000029865

Linda H. Adler
8960 N.W. 3rd Court
Coral Springs, Florida 33071-7418
Daytime Phone: 954-752-3337

March 27, 1998

Florida Department of State
Divisions of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

500002472605--6
-03/30/98-01120-011
****122.50 ****122.50

Dear Sirs,

Enclosed please find Articles of Incorporation for Acceleration Technologies, Inc. I have also enclosed a check for \$122.50 which is for the following:

Filing fees:	\$ 35.00
Registered Agent esignation	\$ 35.00
Certified Copy	\$ 52.50
	\$122.50

Thank you for processing this immediately.

Linda H. Adler, President
Linda H. Adler, As President

FILED

98 MAR 30 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jack Adler GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA acceptance / officer
DATE 4/1/98
DOC. EXAM nc

nc 4/1/98

ARTICLES OF INCORPORATION
OF
ACCELERATION TECHNOLOGIES, INC.

FILED
98 MAR 30 AM 11: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is Acceleration Technologies, Inc.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business and mailing address of this corporation shall be:

8960 N.W. 3rd Court
Coral Springs, Florida 33071

Joseph Emas, Esq.
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
Broward Financial Centre, Suite 1400
500 East Broward Boulevard
Fort Lauderdale, FL 33394
(954) 462-2000
FL Bar No.: 0004952

Article V

Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of no par value per share common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8960 N.W. 3rd Court Coral Springs, Florida 33071 and the name of the initial registered agent of this corporation at that address is Linda H. Adler.

Article VII

Incorporator

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

Linda H. Adler President
8960 N.W. 3rd Court
Coral Springs, Florida 33071

Article VIII

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

Provided the person proposed to be indemnified is not shown to have not

satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

Amendment

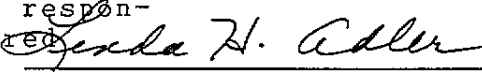
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

I hereby am familiar with and
accept the duties and respon-
sibilities of Registered
Agent


Linda H. Adler

INCORPORATOR/REGISTERED AGENT

DATED: March 30, 1998

FILED
98 MAR 30 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA