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McDANIEL & BALL  
ATTORNEYS AT LAW  
1444 WEST STREET  
SARASOTA, FLORIDA 34236  
1941952-1500  
FAX 1941953-5736

ROBERT S. McDANIEL, JR.  
CHARLES H. BALL

April 21, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

100002501731--9  
-04/27/98--01127--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: LOCUS INTERNATIONAL, INC.

Dear Sir:

Please find enclosed an original and one copy of the above Articles of Incorporation, Certificate Designating Registered Agent and my check in the amount of \$122.50 for filing.

After the corporation has been filed, please return a certified copy for my file.

Thank you for your cooperation in this matter. If you should need anything further, please contact me.

Sincerely,



Charles H. Ball

CHB/cs  
Enc

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98 APR 27 AH10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION  
OF  
LOCUS INTERNATIONAL, INC.

FILED  
98 APR 27 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be LOCUS INTERNATIONAL, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each having the par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the subscriber of this corporation at any regular or special meeting.

ARTICLE IV. EXISTENCE

This corporation shall have perpetual existence until dissolved according to law.

ARTICLE V. ADDRESS

The initial street address of the principal office of this corporation is to be at: 1121 LEWIS AVENUE, SARASOTA, FLORIDA 34237.

ARTICLE VI. DIRECTORS

There shall be one director of the corporation. The name and address of each director is as follows:

James A. Ryan	1121 Lewis Avenue Sarasota, FL 34237
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ARTICLE VII. SUBSCRIBER

The name and address of each person signing these Articles of Incorporation as a subscriber is as follows:

James A. Ryan	1121 Lewis Avenue Sarasota, Florida 34237
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ARTICLE VIII. REGISTERED OFFICE

The street address of the initial registered office and the name of its original registered agent is as follows:

1121 Lewis Avenue Sarasota, Florida 34237	James A. Ryan
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ARTICLE IX. AMENDMENT

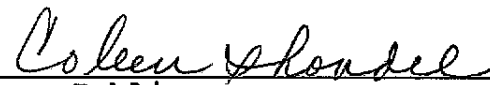
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the subscriber, proposed by him to the stockholders and approved by them at a meeting of stockholders by a majority of the stockholders entitled to vote thereon, unless all of the officers and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

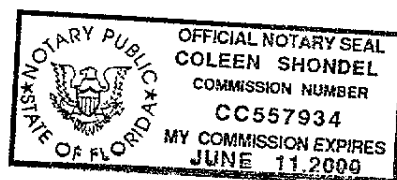
IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation  
under the laws of the State of Florida, this 21 day of April,  
1998.

  
\_\_\_\_\_  
JAMES A. RYAN

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this  
21 day of April, 1998, by James A. Ryan, who is personally known  
to me or has produced P/K as identification.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:




Charles H. Ball  
McDANIEL & BALL, P. A.  
1444 First Street  
Sarasota, Florida 34236  
(813) 952-1500

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED**

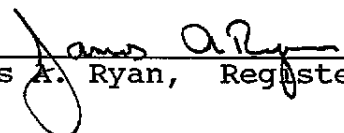
In compliance with Sections 48.091 and 607.034, Florida Statutes, the Following is submitted:

FIRST that LOCUS INTERNATIONAL, INC., is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1121 LEWIS AVENUE, SARASOTA, FLORIDA, has named JAMES A. RYAN, located at 1121 LEWIS AVENUE, SARASOTA, FLORIDA, as its agent to accept service of process within Florida.

Dated: 21 APRIL 1998

  
James A. Ryan, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.

  
James A. Ryan, Registered Agent

**FILED**  
98 APR 27 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA