

Berger
Davis &
Singer
Professional Association

100 N.E. Third Avenue Suite 400
Fort Lauderdale, Florida 33301
Phone: 954.525.9900
Fax: 954.525.2872

May 6, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: ExyrTEK, Inc.
Our File No. 4881.001

Dear Sir or Madam:

Enclosed are duplicate original of the Articles of Incorporation of this proposed corporation. Please file same and return a certified copy to the undersigned.

Also enclosed is a check in the amount of \$122.50 for the filing fee.

Sincerely,

BERGER DAVIS & SINGERMAN

Robin L. Goldston
Robin L. Goldston
Legal Assistant

Enc.

cc: Mr. George Meyer, Jr. (w/enc.)
James B. Davis, Esq.

FILED
98 MAY -7 PM 2:33
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EXYRTEK, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is ExyrTEK, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

3110 South Andrews Avenue
Fort Lauderdale, Florida 33316

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation shall be authorized to have a maximum number of Ten Thousand, One Hundred (10,100) shares of stock outstanding at any time. The shares shall consist of One Hundred (100) Class A voting common shares with a par value of One Dollar (\$1.00) per share and Ten Thousand (10,000) Class B nonvoting common shares having a par value of Ten Cents (\$.10) per share. Each class of shares shall be identical in all respects, except the Class B nonvoting shares will carry no right to vote on any matter presented to the Shareholders for their vote or approval. Class B nonvoting common stock shall hold no preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Berger Davis & Singerman, 100 N.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is James B. Davis.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The

names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
GEORGE MEYER, JR.	3110 S. Andrews Avenue Fort Lauderdale, FL 33316
BRANDON FOX	3110 S. Andrews Avenue Fort Lauderdale, FL 33316
BEVERLY J. PAYNE	3110 S. Andrews Avenue Fort Lauderdale, FL 33316

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

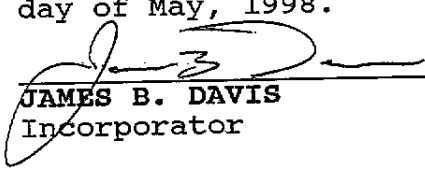
<u>Name</u>	<u>Address</u>
James B. Davis	Berger Davis & Singerman 100 N.E. 3rd Avenue, #400 Fort Lauderdale, FL 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of May, 1998.


JAMES B. DAVIS
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

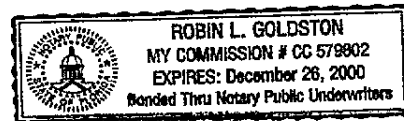
Sworn to and subscribed before me this 6th day of May, 1998,
by JAMES B. DAVIS.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced

NOTARY PUBLIC:

Sign: Robin L. Goldston
Print Name: Robin L. Goldston
Commission No.: CC 579802
My Commission Expires: 12/26/2000



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of ExyrTEK, Inc., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of ExyrTEK, Inc.

Date: May 6, 1998

James B. Davis
JAMES B. DAVIS
Initial Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA