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LAW OFFICES OF  
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STEVEN M. WEISS\*

\*ALSO A MEMBER OF NEW JERSEY BAR

JUPITER OFFICE:  
Oceanside Professional Centre  
1080 East Indiantown Road  
Jupiter, Florida 33477  
(561) 744-3409

Reply To:  
Boca Raton Office

June 26, 1998

Secretary of State  
Articles of Incorporation  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 33399

900002575139--8  
-06/29/98--01102--019  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Millennium Enterprise Systems, Inc.

Dear Sir/Madam:

Enclosed please find an original and one executed Articles of Incorporation of Millennium Enterprise Systems, Inc.. Also enclosed is our firm's check in the amount of \$122.50 representing the filing fee for same and the cost of a certified copy of the filed Articles. Please file the enclosed original Articles at your earliest convenience and return the certified copy to me in the self-addressed envelope I have provided herein.

I thank you for your anticipated cooperation in this regard. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

  
STEVEN M. WEISS

SMW:kts

enclosure

cc/enclosure: Mr. Alen Capalik

FILED  
98 JUN 29 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CP  
6-30-98  
6

**ARTICLES OF INCORPORATION  
OF  
MILLENNIUM ENTERPRISE SYSTEMS, INC.**

**FILED**  
98 JUN 29 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is MILLENNIUM ENTERPRISE SYSTEMS, INC. and the address shall be 650 Egret Circle, Delray Beach, Florida 33444.

**ARTICLE II - DURATION**

This Corporation is to exist perpetually.

**ARTICLE III - PURPOSE**

The general nature of the business to be transacted by this Corporation is to engage in any and all business or other lawful activity permitted under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

(1) The maximum number of shares of stock that this Corporation is authorized to issue to have outstanding at any one time is SEVEN THOUSAND, FIVE HUNDRED (7,500.00) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

(2) The capital stock may be paid for by the property, labor or services, at a just valuation to be fixed by the Incorporators, or by the Directors at a meeting called for such purpose, or at the organizational meeting.

(3) Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the Directors of the company. Stock in other corporations or ongoing businesses may be purchased by the Corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such considerations and the issuance of so much of the capital stock as the Directors of the company may decide.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 650 Egret Circle, Delray Beach, Florida 33444, and the name of the initial registered agent of this corporation at that address is Alen Capalik.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be diminished to less than one (1). The name and address of the initial director of this corporation is:

<b>NAME</b>	<b>ADDRESS</b>
Alen Capalik	650 Egret Circle Delray Beach, Florida 33444

### **ARTICLE VII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

### **ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

### **ARTICLE IX - TERMINATION**

The Corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the Shareholders in proportion to the number of shares of stock in the Corporation which each Shareholder then owns.

### **ARTICLE X - INCORPORATOR**

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

**NAME**

**ADDRESS**

Alen Capalik

650 Egret Circle  
Delray Beach, Florida 33444

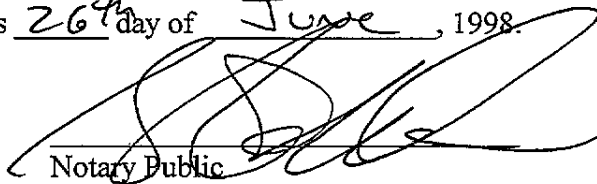
  
ALLEN CAPALIK

STATE OF FLORIDA )

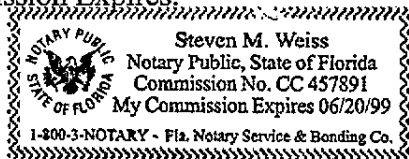
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, this day personally appeared ALLEN CAPALIK, who is personally known to me or who has produced FL DL # C142-000-75-043-0 (type of identification), as identification, who first being duly sworn on oath by me, says: that he has executed the foregoing, and that he signed same for the intent and purposes contained herein.

WITNESS, my hand and official seal this 26<sup>th</sup> day of June, 1998.

  
Notary Public  
State of Florida at Large

My Commission Expires:



**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR  
MILLENNIUM ENTERPRISE SYSTEMS, INC.**

Having been named registered agent to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation for MILLENNIUM ENTERPRISE SYSTEMS, INC., ALEN CAPALIK, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

  
ALEN CAPALIK

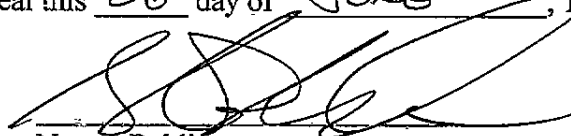
STATE OF FLORIDA    )

COUNTY OF PALM BEACH )

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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WITNESS, my hand and official seal this 26<sup>th</sup> day of June, 1998.

  
Notary Public  
State of Florida at Large

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