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ACCOUNT NO. : 072100000032

REFERENCE : 891898 4329479

AUTHORIZATION :

COST LIMIT : \$70.00

Patricia Pyjuts

ORDER DATE : July 15, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 891898-005

CUSTOMER NO: 4329479

CUSTOMER: Wendy Anderson, Legal Asst
BAKER & HOSTETLER

000002589490--8

200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

DOMESTIC FILING

NAME: CYBER TECHNOLOGY ENGINEERING
OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 X PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 15 PM 12:03

RECEIVED
98 JUL 15 AM 10:45
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

CYBER TECHNOLOGY ENGINEERING OF FLORIDA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 15 PM 12:03

ARTICLE I

Name and Duration

The name of the corporation is Cyber Technology Engineering of Florida, Inc. ("Corporation"). The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The principal office address and the mailing address of the Corporation is c/o Wendy Anderson, Esq. 200 S. Orange Avenue, Suite 2300, Orlando, Florida 32801.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 200 S. Orange Avenue, Suite 2300, Orlando, FL 32801. The name of the registered agent at such address is Wendy Anderson, Esq.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue are million (1,000,000) shares of Common Stock ("Common Stock") at \$.01 par value per share. and 100,000 shares of Preferred Stock having a par value of \$.01 per share (the "Preferred Stock").

2. The Board of Directors is authorized to fix and determine the terms, limitations, and relative rights and preferences of the Preferred Stock, including without limitation any voting rights thereof, to divide the shares of Preferred Stock into and issue the same in series, to fix and determine variations as among series of such Preferred Stock to the extent permitted by law, and, within the limits

from time to time of the authorized but unissued shares of Common Stock, to provide that shares of the Preferred Stock, or any series thereof, may be convertible into the same or a different number of shares of the Common Stock. Upon conversion of shares of the Preferred Stock, the shares of Preferred Stock surrendered in such conversion shall be retired unless the Board of Directors takes the specific action that the same be canceled.

ARTICLE VI

Incorporator

The name and mailing address of the Incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Wendy Anderson, Esq.	200 South Orange Avenue Suite 2300 Orlando, Florida 32801-3432

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the fullest extent permitted by law.

ARTICLE XI

Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Orlando, Orange County, Florida, this 14th day of July, 1998.

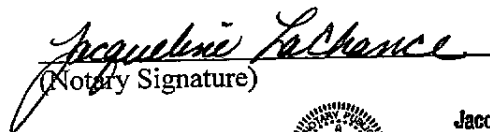
INCORPORATOR



STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 14th day of July, 1998, by Wendy Anderson, as the Incorporator of Cyber Technology of Florida, Inc. He/she is personally known to me or has produced _____ as identification and did (did not) take an oath.

(NOTARY SEAL) ..


(Notary Signature)

(Notary Name Printed)
NOTARY PUBLIC
Commission No. _____



Jacqueline Lachance
MY COMMISSION NO. CC660801 EXPIRES
September 25, 2001
BONDED THRU TRISTAR INSURANCE, INC.

REGISTERED AGENT CERTIFICATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 15 PM 12:03

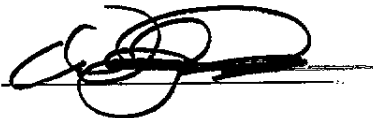
In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Cyber Technology Engineering of Florida, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named Wendy Anderson, Esq., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that she is familiar with Section 607.0501, Florida Statutes.

REGISTERED AGENT



Wendy Anderson, Esq.

DATED: July 14, 1998

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07/14/98.