

July 13, 1998

P98000064996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of MASTERSTIK SYSTEMS

Dear Sir or Madam:

Enclosed herewith are one original and one copy of the Articles of Incorporation as well as of the Certificate Designating Registered Office For Service Of Process Within Florida And Naming Registered Agent for the proposed Masterstik Systems, Inc.

Also enclosed is my check in the amount of \$122.50.

800002595378--9  
-07/22/98--01058--006  
\*\*\*\*122.50 \*\*\*\*122.50

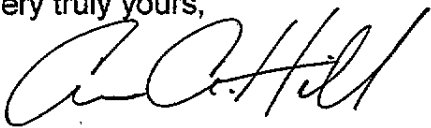
Please return file stamped copy to me at the following address:

Aaron A. Hill  
660 N.E. 72<sup>nd</sup> Street  
Miami, FL 33138

Should you need to contact me, you may telephone me at (305) 751-8644.

Thank you for your kind assistance.

Very truly yours,



Aaron A. Hill

Enc: As specified.

FILED  
98 JUL 22 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MASTERSTIK SYSTEMS, INC.**

THE UNDERSIGNED, who is over the age of eighteen (18) and is a U.S. citizen does hereby make, subscribe, execute, verify, and file these Articles of Incorporation to form a corporation for profit under Chapter 607, Florida Statutes.

**ARTICLE I**

The name of this corporation is:

MASTERSTIK SYSTEMS, INC.

**ARTICLE II**

The duration of this corporation is intended to be perpetual.

**ARTICLE III**

The corporation's existence shall commence upon filing of these Articles of Incorporation with, and acceptance of them by, the Department of State of the State of Florida.

**ARTICLE IV**

This corporation is organized for any and all business purposes permitted by Florida law.

**ARTICLE V**

The corporation shall be authorized to issue one hundred (100) shares of common capital stock, no par value.

**ARTICLE VI**

The activities of the corporation shall be managed by a board of directors. The corporation shall never have fewer than one (1) director.

At any annual or special meeting of directors, and on any matter requiring the action of directors, each director shall have one (1) VOTE. At any meeting of directors, a majority of directors shall constitute a quorum, and a majority of the directors present shall control the actions of the meeting.

FILED  
98 JUL 22 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The street address of the initial principal office and of the initial registered office of this corporation is 660 Northeast 72<sup>nd</sup> Street, Miami, Florida 33138, and the name of the corporation's initial registered agent at said address is Aaron A. Hill.

ARTICLE VIII

The corporation shall have all powers granted to corporations for profit under the laws of the State of Florida.

ARTICLE IX

The following individual, whose address is as follows, is the incorporator of this corporation: AARON A. HILL, 660 Northeast 72<sup>nd</sup> Street, Miami, Florida 33138.

ARTICLE VIII

The following one (1) individual, whose address is as follows, is the initial director of this corporation:

AARON A. HILL  
660 Northeast 72<sup>nd</sup> Street  
Miami, Florida 33138

IN WITNESS WHEREOF, the undersigned incorporator has executed and acknowledged these Articles of Incorporation this 13<sup>th</sup> day of July, 1998.  
I am familiar with and accept the obligations of the position of registered agent.

  
AARON A. HILL

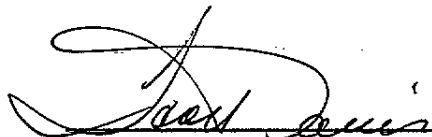
FILED  
98 JUL 22 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)  
COUNTY OF DADE )

SS:

BEFORE ME, the undersigned authority, this day personally appeared AARON A. HILL, personally known to me, who, after being duly sworn, under oath, deposes and says that he executed the foregoing freely and voluntarily and for the purposes therein expressed.

SWORN to and SUBSCRIBED before me this 13<sup>th</sup> day of July, 1998.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My commission expires:

~~~~~  
Public  
Scott Davis  
Notary Public, State of Florida  
Commission No. CC591446  
My Commission Exp. 11/15/2000  
NOTARY - Fla. Notary Service & Bonding Co.  
~~~~~