

8-06-1998 8:31AM

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8/05/98

FLORIDA DIVISION OF CORPORATIONS  
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FROM: MOMBACH, BOYLE & HARDIN, P.A.

ACCT#: 074143000064

CONTACT: MARCELLA BENITEZ

PHONE: (954)467-2200

FAX #: (954)467-2210

NAME: THE DATA CHANNEL CORP

AUDIT NUMBER.....H98000014549

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION  
OF  
THE DATA CHANNEL CORP.

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TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is The Data Channel Corp. The principal business address or mailing address of the corporation is: 5750 Margate Boulevard, Suite 208, Margate, Florida 33063.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue one hundred (100) shares of capital stock at the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394, and the name of the initial registered agent of the corporation at that address is John D. Olivier.

PREPARED BY:  
John D. Olivier, Esquire  
Mombach, Boyle & Hardin, P.A.  
500 E. Broward Blvd., Suite 1950  
Fort Lauderdale, FL 33394  
Florida Bar No. 0116742

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ARTICLE VI

The corporation shall have initially one (1) director. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The name and address of the initial director of the corporation is:

David Weinstein  
7312 Pinewalk Drive, South  
Margate, Florida 33063

ARTICLE VII

The name and address of the person signing these Articles is: John D. Olivier, Esquire, Mombach, Boyle & Hardin, P.A., 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394.

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. Provided however, no amendment to these Articles

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of Incorporation shall be valid unless approved by unanimous consent of the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 4th day of August, 1998.

  
John D. Olivier

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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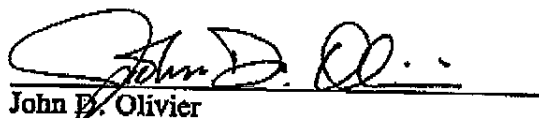
STATE OF FLORIDA     )  
                                  )  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 1998, by John D. Olivier, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

\_\_\_\_\_  
Notary Public - State of Florida  
My Commission Expires:  
Commission Number:

I, John D. Olivier, hereby accept the designation of Registered Agent for service of process upon The Data Channel Corp., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 4th day of August, 1998.

  
John D. Olivier

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