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DEBORAH DUFFY
15776 76TH TRAIL NORTH
PALM BEACH GARDENS, FL 33418

AUGUST 13, 1998

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

100002623231--3
-08/24/98--01068--028
*****78.75 *****78.75

Re: ADI Custom Training, Inc.

Dear Sir or Madam:

Enclosed are two original Articles of Incorporation and Registered Agent forms for the above captioned corporation.

One original is to be filed in your office and one original is to be certified and returned to the undersigned at the above address. Enclosed is a check in the amount of \$78.75 for:

Receiving, filing, and indexing Articles of Incorporation	\$ 35.00
Certificate of status	\$ 8.75
Registered Agent Fee	<u>\$ 35.00</u>
TOTAL;	\$ 78.75

Please telephone me at (561) 575-3527 if there is any reason why these requests cannot be met promptly. Thank you for your attention to these matters.

Very truly yours,

Deborah Duffy
Deborah Duffy

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1998

**ARTICLES OF INCORPORATION
OF
ADI CUSTOM TRAINING, INC.**

ARTICLE I

NAME

The name of the corporation is:

ADI Custom Training, Inc.

The mailing and physical address of the corporation is:

15138 79th Terrace North, Palm Beach Gardens, Florida 33418.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

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ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of ONE CENT (\$0.01) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 15138 79th Terrace North, Palm Beach Gardens, Florida 33418 and the name of the initial registered agent of this corporation at the address is David B. Anderson.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one

(1). The name and address of the initial directors of this corporation is: David B. Anderson, 15138 79th Terrace North, Palm Beach Gardens, Florida 33418, Paul B. Davis, 4282 S.E. Satinleaf Place, Stuart, Florida 34997, Doreen M. Anderson, 15138 79th Terrace North, Palm Beach Gardens, Florida 33418, and Lori A. Davis, 4282 S.E. Satinleaf Place, Stuart, Florida 34997.

ARTICLE VII

INITIAL CORPORATE OFFICER(S)

The initial officers of this corporation are: David B. Anderson, President, Paul B. Davis, Vice President, Lori A. Davis, Secretary, and Doreen M. Anderson, Treasurer.

ARTICLE VIII

INCORPORATOR

The persons signing these Articles are: David B. Anderson, 15138 79th Terrace North, Palm Beach Gardens, Florida 33418 and Paul B. Davis, 4282 S.E. Satinleaf Place, Stuart, Florida, 34997.

ARTICLE IX

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official and as to action in another capacity while holding such office. The indemnification provided herein shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XII

BYLAWS

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIII

BEGINNING OF CORPORATE EXISTENCE

The date when corporate existence shall begin shall be the date of incorporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of

Incorporation this 13th day of August 1998.

David B. Anderson

David B. Anderson

Paul B. Davis

Paul B. Davis

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

David B. Anderson

David B. Anderson