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ADI Projects, Inc.
6410 Terra Rosa Circle
Boynton Beach, Florida 33437
(561) 968-3038

September 16, 1998

Airborne Express

State of Florida
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

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-09/17/98--01086--012
*****70.00 *****70.00

Re: ADI Projects, Inc.

Dear Sir/Madam:

Enclosed is the Articles of Incorporation (original and duplicate) for the above named corporation.

Also enclosed is a check for the following:

Filing fee	\$35.00
Designation of Registered Agent	35.00
	<hr/>
	\$70.00
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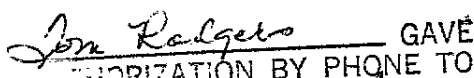
Please return the Certificate under Seal to us at your earliest convenience in the enclosed SASE envelope.

Please contact us with any questions. Thank you.

Sincerely,


Tom Rodgers

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 8:50

 GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article 11
DATE 9/21
DOC. EXAM 0.0

ARTICLES OF INCORPORATION
OF
ADI Projects, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 8:50

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE - NAME AND ADDRESS

The name of the corporation shall be **ADI Projects, Inc.** The principal place of business of this corporation shall be **6410 Terra Rosa Circle, Boynton Beach, FL 33437.**

ARTICLE TWO - DURATION

The term of the corporation's existence is perpetual.

ARTICLE THREE - PURPOSE

The corporation's purpose is to engage in and to transact any and all business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The corporation has authority to issue One Thousand (1,000) shares, all of which shall be common shares with no par value.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

ARTICLE SIX - REGISTERED OFFICE

The street address of the corporation's initial registered office is 1030 Fairfax Circle, **Boynton Beach, Florida, 33462** and the name of the initial registered agent at that address is **Tom Rodgers**, who by executing these articles accepts the responsibility to act in this capacity and states that he is familiar with and accepts the obligations of his position and agrees to comply with all statutes relating to the proper performance of his duties.

ARTICLE SEVEN - OFFICERS

The initial officers of the Corporation shall be:

President:	Tom Rodgers
Vice President:	Timothy A. Romero
Treasurer:	Thomas J. Micallef
Corporate Secretary:	Thomas J. Micallef

ARTICLE EIGHT - DIRECTORS


The initial Board of Directors shall consist of Three (3) members. The name and address of the members of the initial Board of Directors is:

Tom Rodgers	1030 Fairfax Circle Boynton Beach, Florida 33462
Thomas J. Micallef	6410 Terra Rosa Circle Boynton Beach, Florida 33437
Timothy A. Romero	6410 Terra Rosa Circle Boynton Beach, Florida 33437

ARTICLE NINE - INCORPORATORS

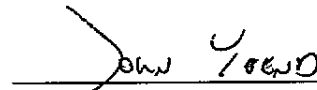
The name and address of the incorporator is **Tom Rodgers, 1030 Fairfax Circle, Boynton Beach, Florida 33462.**

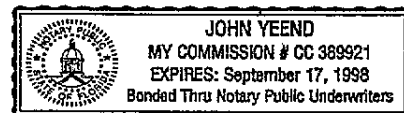
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 16 day of September, 19 98.


Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of September, 19 98 by the above named incorporator.


Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

That **ADI Projects, Inc.** desires to organize or qualify under the laws of the State of Florida, with its principal place of business in the County of Palm Beach, State of Florida, and has named **Tom Rodgers** located at **1030 Fairfax Circle, Boynton Beach, Florida 33462** as its agent to accept service of process within Florida.

Executed this 16 day of Sept, 1998.


Director

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

Executed this 16 day of September, 1998.


Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 8:50