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ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT: \$ 70.00

ORDER DATE: September 30, 1998

ORDER TIME: 8:53 AM

ORDER NO. : 980282-005 000002653240--8

CUSTOMER NO: 7129142

CUSTOMER: Mr. Sol Kline

MR. SOL KLINE

#108

2901 Clintmoore Road Boca Raton, FL 33496

DOMESTIC FILING

NAME:

ZEBIS TECHNOLOGIES, INC.

EFFECTIVE DATE:

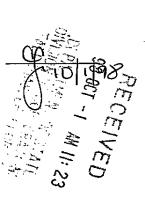
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY __ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:



DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

ZEBIS TECHNOLOGIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ZEBIS TECHNOLOGIES, INC.

The address of the principal office of this corporation shall be 2901 Clint Moore Road, Suite 108, Boca Raton, Florida 33496, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500,000,000 shares of common stock having \$0.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are: Sol Kline-2901 Clint Moore Road, Suite 108,

Boca Raton, Fl 33496

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VII. INCORPORATOR

98 OCT - 1 PM 1: 36

The name and street address of the incorporator to these Articles of Incorporation:

> The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these

Articles of Incorporation on October 1, 1998.

Its Agent, Karen B. Rozar

Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar Authorized Service Representative Corporation Service Company

MBR/SARA LEA