



SERIAL SCIENTIFIC INTERNATIONAL

1046 Whispering Cove
Casselberry, FL 32707
USA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 1:20

P98000099979

November 24, 1998

Ms. Doris Brown
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-11/17/98--01004--008
*****70.00 *****70.00

Subject: Serial Scientific International INC.

(Ref. Number: W98000026049)

Dear Ms. Brown:

Thank you for your letter (Letter Number: 098A00055510). I have made the corrections as indicated and included the written acceptance by the registered agent. Please proceed with filing my document. Enclosed you will find the revised document and the original version. I am also including a copy of your letter as instructed.

I would appreciate you calling me at (407) 695-3642 if you have any questions or if delays are experienced with filing those articles of incorporation.

Sincerely,


Jack Boulay

JB/

*789, 2589, 2550, 2550
11/98-26049*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 18, 1998

JACK BOULAY
1046 WHISPERING COVE
CASSELBERRY, FL 32707

SUBJECT: SERIAL SCIENTIFIC INTERNATIONAL INC.
Ref. Number: W98000026049

We have received your document for SERIAL SCIENTIFIC INTERNATIONAL INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 098A00055510



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ARTICLES OF INCORPORATION OF SERIAL SCIENTIFIC INTERNATIONAL, INC.

The undersigned subscribers to these articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be Serial Scientific International, Inc. (hereinafter referred to as the "Corporation").

ARTICLE 2. NATURE OF BUSINESS

The purposes for which the corporation is formed are:

1. To research and develop electronic goods of every kind and nature.
2. To act as a consultant firm to any individuals, corporations (national and foreign), governmental agencies, governments and others in the performance of the business of the Corporation.
3. 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.
4. To employ agents, Employees and others in connection with the performance of the Corporation.
5. To acquire the necessary real estate, plant, personal property and intellectual property to carry out the above objectives
6. To engage in any other lawful activity or business.

ARTICLE 3. CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is three hundred (300) shares of common stock without par value.

ARTICLE 4. CORPORATION PRINCIPAL ADDRESS

The address of the initial registered office of the corporation shall be 1046 Whispering Cove, Casselberry, FL 32707.

ARTICLE 5. REGISTERED AGENT

The name and address of the initial registered agent of the corporation is Jack Boulay, 1046 Whispering Cove, Casselberry, FL 32707.

I hereby am familiar with and accept the duties and responsibilities as registered agent:

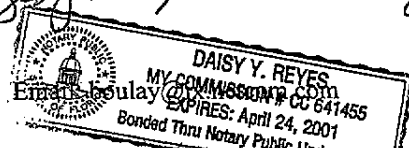
Jack Boulay

JPL
Registered Agent Signature

FLDL
8400-430-60430-0

Phone: (407) 695-3642

Fax: (407) 695-3642





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ARTICLE 6. TERM OF EXISTENCE

This corporation is to exist perpetually or until dissolved by the original subscriber.

ARTICLE 7. DIRECTORS

The number of Directors of the corporation shall be one (1) which number may be increased or decreased pursuant to the by-laws of the corporation; provided, however, that in the event there are fewer than three (3) stockholders, the number of directors shall never be less than the number of stockholders of the Corporation and if there are more than two (2) stockholders, the minimum number of directors shall be three (3). The name of the director that will serve until the first annual meeting of the stockholders, or until his successor(s) are duly chosen and qualified, is:

Jack Boulay
Electrical Engineer (MSE, PE)
1046 Whispering Cove
Casselberry, Florida 32707
(407) 695-3642.

ARTICLE 8. SUSCRIBER

The name and street address of the subscriber is:

Jack Boulay
Electrical Engineer (MSE, PE)
1046 Whispering Cove
Casselberry, Florida 32707
(407) 695-3642.

ARTICLE 9. PROVISIONS

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation and of the directors and stockholders:

1. Except as may be provided in the by-laws of the Corporation, the Board of Directors may authorize the issuance from time to time of shares of its stocks of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.
2. Except as may be provided in the by-laws of the Corporation, the Board of Directors may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of voting powers, restrictions and qualifications of, the dividends on the times and prices of redemption of, and the conversion rights of such shares.
3. The power to alter, amend or repeal the by-laws or to adopt new by-laws shall be vested in the Board of Directors of the Corporation, provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by a



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- three-fifths (3/5) vote of the shares entitled to vote, or a new by-law in lieu thereof may be adopted by a vote of such shares.
4. The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference or inference from the terms of any other clause of these or any other articles of the Chapter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Florida now or hereafter in force.
5. Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this 25th day of November, 1998 at Winter Springs, County of Seminole, State of Florida.

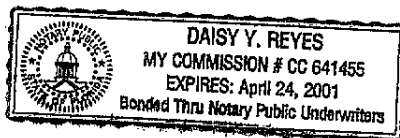
The foregoing instrument was acknowledge before me

This 25th day of November, 1998, by Jacquie Boulay

Notary Public, State of Florida at Large

My Commission Expires: 2001

Daisy Reyes
Notary Signature



JPL
Subscriber Signature

FLDL BYOU-430-60-430-0

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