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THE UNITED STATES **CORPORATION** ACCOUNT NO. : 072100000032 REFERENCE: 052200 4720362 COST LIMIT: \$ 70.00 ORDER DATE: December 3, 1998 ORDER TIME : 2:05 PM ORDER NO. : 052200-005 300002716563--5 CUSTOMER NO: 4720362 CUSTOMER: Michael Salgo, Esq MICHAEL SALGO ESQUIRE MICHAEL SALGO ESQUIRE 675 Old Country Road Ste. 22 Westbury, NY 11590 DOMESTIC FILING D&D CONSULTING CORP. 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: Janice Vanderslice

2555 EXAMINER'S INITIALS: W98-28409

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SECRETARY OF STATE DIVISION OF CORPORATIONS

98 DEC 18 PM 1:52

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 18, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: D&D CONSULTING CORP.

Ref. Number: W98000028409

RESUBMIT

Please give original submission date as file date.

We have received your document for D&D CONSULTING CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

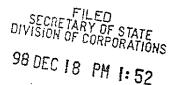
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 498A00059672





ARTICLES OF INCORPORATION

OF

D&D CONSULTING CORP.

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:

D&D CONSULTING CORP.

The address of the principal office of this corporation shall be 5034 Windward Avenue, Sarasota, Florida 34242, 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 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5034 Windward Avenue, Sarasota, Florida 34242, and the name of the initial registered agent of the corporation at that address is Donald Klein.

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:

Donald Klein

5034 Windward Avenue Sarasota, Florida 34242

ARTICLE VII. INCORPORATOR

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 December 18, 1998.

Its incorporator, Troy Todd

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I, Donald Klein, having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Donald Clein

Dated: December 7, 1998

ONVISION OF CORPURATIONS