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CORRESPONDING OFFICE

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CORRESPONDING OFFICE

One Gateway Center
Suite 2600
Newark, New Jersey 07102

P 99 000004646
January 7, 1999

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/13/99-01050-018
*****78.75 *****78.75

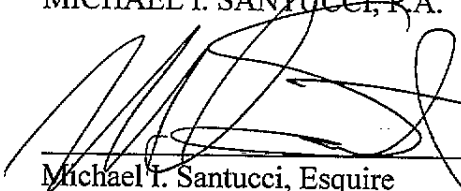
SUBJECT:

Kindly find enclosed the original Articles of Incorporation for TECHLAW CONSULTANTS, INC. along with a check in the amount of \$78.75 for filing fee and designation of registered agent. Also enclosed is a photocopy of the Articles of Incorporation, please return this to my office along with the filing date stamped on it.

Thank you,

LAW OFFICES OF
MICHAEL I. SANTUCCI, P.A.

BY:


Michael I. Santucci, Esquire

FILED
99 JAN 13 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared By:
LAW OFFICES OF
MICHAEL I. SANTUCCI, P.A.
4901 North Federal Highway
Suite 440
Fort Lauderdale, FL 33308
Telephone: (954) 492-0071
Florida Bar No. 0105260

F. CHESSER JAN 15 1999

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TechLaw Consultants, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall

4901 N. Federal Hwy Suite 440
Ft. Lauderdale, FL 33305

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000) Shares

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES

No shares shall be issued or transferred without the express approval of the board of directors.

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ARTICLE VI BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and qualified is:

Philip Andrew Duvalsaint
4901 N. Federal Hwy Suite 440
Ft. Lauderdale, FL 33308

ARTICLE VII INITIAL REGISTERED AGENT/ADDRESS

The name and address of the initial registered agent is:


Philip Andrew Duvalsaint
1008 NE 23rd Drive
Ft. Lauderdale, FL 33305

ARTICLE VIII INCORPORATOR

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

Philip Andrew Duvalsaint
1008 NE 23rd Drive
Ft. Lauderdale, FL 33305

The undersigned incorporator has executed these Articles of Incorporation this 7th day of January, 1999.


Philip Andrew Duvalsaint

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: TECHLAW CONSULTANTS, INC.
2. The name and address of the initial registered agent is:

Philip Duvalsaint
1008 NE 23rd Drive
Ft. Lauderdale, FL 33305

HAVING BEEN NAMED AS REGISTERED AGENT 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.

1/7/98
DATE

BY:

Philip Duvalsaint
PHILIP DUVALSAINT

FILED
99 JAN 13 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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