P99000000066040

ACCOUNT NO. : 072100000032

REFERENCE : 108766   10943A

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : $ 70.00

ORDER DATE : January 22, 1999

ORDER TIME : 10:40 AM

ORDER NO.   : 108766-005   900002751409--1

CUSTOMER NO: 10943A

CUSTOMER: Mark S Feluren, Esq
            WALDMAN FELUREN & TRIGOBOFF,
            WALDMAN FELUREN & TRIGOBOFF,
            One Financial Plaza, Ste 1500

            Fort Lauderdale, FL   33394

DOMESTIC FILING

NAME: CIBERLYNX, INC.

EFFECTIVE DATE:

XX ___ ARTICLES OF INCORPORATION
   ___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___   CERTIFIED COPY
XX   PLAIN STAMPED COPY
___   CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith
                          EXAMINER'S INITIALS: ___ 1/22/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 22 PM 3:16

EFFECTIVE DATE

01/21/99

ARTICLES OF INCORPORATION

OF

CIBERLYNX, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is CIBERLYNX, INC.

SECOND: The principal office of the Corporation shall be located at 5651 N.W. 29th Street, Margate, Florida 33063. The mailing address of the Corporation is 5651 N.W. 29th Street, Margate, Florida 33063.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 750,000, all of which are of a par value of $0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is three which may be increased or decreased by the bylaws.

The names and addresses of the persons who are to serve as the members of the initial Board of Directors of the Corporation are as follows:

NAME AND ADDRESS

Michael Spiegel
5651 N.W. 29th Street
Margate, Florida 33063

Jeffrey S. Roschman
5651 N.W. 29th Street
Margate, Florida 33063

Robert J. Roschman
5651 N.W. 29th Street
Margate, Florida 33063

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 600 N.E. Third Avenue, Fort Lauderdale, Florida 33304 and the name of the initial registered agent of the Corporation at such address is Thomas P. Angelo.

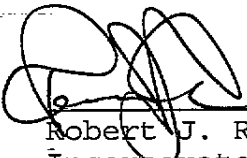SIXTH: The name and address of the incorporator is:

NAME AND ADDRESS

Robert J. Roschman
5651 N.W. 29th Street
Margate, Florida 33063

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

EIGHTH: The existence of the Corporation shall begin on the date the undersigned incorporator has executed these Articles of Incorporation.
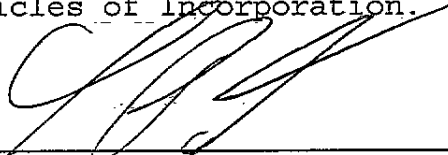
Signed on January 21, 1999

Robert J. Roschman,
Incorporator

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<u>Acceptance of Appointment by Registered Agent</u>

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

_____
Thomas P. Angelo

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