POOCO 15610 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

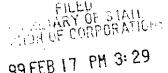
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ARTICLES OF INCORPORATION OF PARADISE TECHNOLOGIES, INC.

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

ARTICLE I

The name of the corporation shall be: Paradise Technologies, Inc.

ARTICLE II

The principal place of business of the corporation shall be, and the mailing address of the corporation is: 910 Grinnell Street, Key West, Florida 33040.

ARTICLE III

The capital stock of this corporation shall be 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

This Corporation is formed to provide high quality computer and communication technology to the community.

ARTICLE V

The street address of the initial registered agent of the corporation shall be 910 Grinnell Street, Key West, Florida 33040. The name of the initial registered agent at that address is: Robert K. Henkel.

ARTICLE VI

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

Robert K. Henkel

President/Sec.-Treasurer 910 Grinnell Street Key West, Florida 33040 (305) 744-6486

ARTICLE VII

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by the majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the corporation by any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

ARTICLE VIII

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any rights conferred on the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this <u>1 1</u> day of February, 1999.

Robert K. Henkel/President/Sec.-Treasurer

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing articles of incorporation were acknowledged before me on this day of February, 1999, by Robert K. Henkel, who is personally known by me or who produced

_as identification.

MY C

Cynthia F. Civil
MY COMMISSION # CC658783 EXPIRES
June 26, 2001

NOTARY PUBLIC, State of Florida

My commission expires:

CERTIFICATE DESIGNATING PRINCIPAL OFFICE AND NAMING REGISTERED AGENT

The following is submitted in compliance with Section 48.091, Florida Statutes.

Paradise Technologies, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 910 Grinnell Street, Key West, Florida 33040, has named Robert K. Henkel as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at 910 Grinnell, Key West, Florida 33040, I hereby accept to act in the capacity, and I agree to comply with the provisions of said statute relative to keeping open said office.

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