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LAW OFFICES OF MICHAEL J. TERRANA, P.A.

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MICHAEL J. TERRANA, ESQ.*
RONALD E. PEREZ, JR., ESQ.
*CERTIFIED MEDIATOR

PATRICIA G. BARBARA
OFFICE ADMINISTRATOR

March 11, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/15/99--01099--018
*****78.75 *****78.75

Attention: New Filings

Re: N₂N SYSTEMS INTEGRATORS, INC.

Dear Sir or Madam:

Enclosed, please find my check in the amount of \$78.75 for the filing of the enclosed corporation, that being N₂N Systems Integrators, Inc.

Please stamp the additional copy and return it to our office in the enclosed stamped, self-addressed envelope as proof that the above corporation was filed. Please also forward the accompanying certificate of corporation.

If you have any questions regarding this matter, please do not hesitate to contact our office.

Thank you.

Sincerely,



Patricia G. Barbara
Legal Assistant to
Michael J. Terrana

MJT/pgb
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BRON MAR 22 1999

ARTICLES OF INCORPORATION
FOR
N₂N SYSTEMS INTEGRATORS, INC.

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

ARTICLE I - NAME

The name of the corporation is N₂N SYSTEMS INTEGRATORS, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the initial principal office is 2124 West Kennedy Boulevard, Suite "A", Tampa, Florida 33606.

ARTICLE III - CAPITAL STOCK

There shall be one class of stock. The maximum number of shares which the corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share. Shares of this stock shall be issued initially to the following persons in the following amounts: One Hundred Fifty (150) shares are to be issued to Robert S. Barbara, One Hundred Fifty (150) shares are to be issued to Douglas D. Banks, One Hundred Fifty (150) shares are to be issued to Vincent F. Bauer, One Hundred Fifty (150) shares are to be issued to Douglas J. Hillenbrand, and One Hundred Fifty (150) shares are to be issued to Michael R. King.

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TALLAHASSEE, FLORIDA

ARTICLE IV - REGISTERED AGENT

The registered agent is Michael J. Terrana and the address of the registered office of this corporation is 2124 West Kennedy Boulevard, Suite "A", Tampa, Florida 33606.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator of this corporation is:

Michael R. King	2124 West Kennedy Boulevard Suite "A" Tampa, Florida 33606
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ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The business of the corporation shall be conducted, carried on and managed by the Officers of this corporation and the Board of Directors, which may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

The names of the initial Directors are Robert S. Barbara, Douglas D. Banks, Vincent F. Bauer, Douglas J. Hillenbrand, and Michael R. King. The names of the Officers are:

Michael R. King	President
Vincent F. Bauer	Vice-President
Douglas J. Hillenbrand	Secretary and Treasurer.

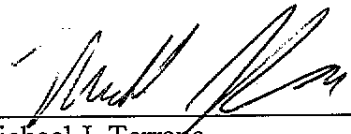
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of March, 1999.


Michael R. King
As Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above stated corporation, at the address designated in the above Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to accepting service of process and keeping open said office.

By:



Michael J. Terrana
As Registered Agent

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