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March 24, 1999

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

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-03/26/99-01058-015
*****70.00 *****70.00

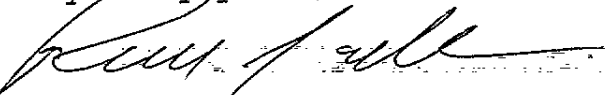
Re: Incorporation/Mhton, Nichols & Associates Inc.

Dear Sir:

Enclosed please find duplicated Articles of Incorporation for Myton, Nichols & Associates, Inc. Also enclosed is my check in the amount of \$70.00 in payment of the filing fee.

Should these Articles be accepted, kindly forward the letter of acknowledgment to the undersigned.

Very truly yours,



Randall J. Marshall

RJM/sd
enc.

FILED
99 MAR 26 AM 6:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

APR 1 1999


FILED
99 MAR 26 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

MYTON, NICHOLS & ASSOCIATES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the Corporation is MYTON, NICHOLS & ASSOCIATES, INC.

ARTICLE TWO:

The duration of the corporation is perpetual with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. To engage in any or all of the aspects of electronics manufacture representatives.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FOUR:

The aggregate number of shares which the corporation is

authorized to issue is one hundred (100). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 1026 Lyric Dr., Deltona, FL 32738, and the name of its initial registered agent at such address is MICHAEL D. NICHOLS. This address is also the address of the principal office and mailing address for the corporation. MICHAEL D. NICHOLS, by executing these ARTICLES states that he is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board are:

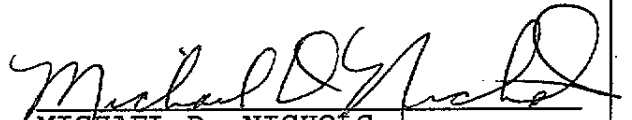
<u>NAME</u>	<u>ADDRESS</u>
Laura K. Nichols	1026 Lyric Dr. Deltona, FL 32738
Michael D. Nichols	1026 Lyric Dr. Deltona, FL 32738

ARTICLE SEVEN:

The name and address of the incorporator is:

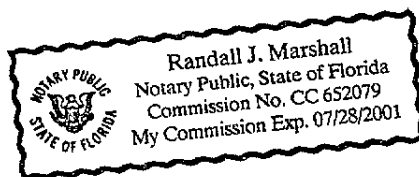
<u>NAME</u>	<u>ADDRESS</u>
Michael D. Nichols	1026 Lyric Dr. Deltona, FL 32738


Executed by the undersigned at Orange City, Florida, on
the 23rd day of March, 1999.


MICHAEL D. NICHOLS
Incorporator/Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this
23rd day of March, 1999, by MICHAEL D. NICHOLS, (x) who is
personally known to me or () who has produced _____
as identification.




Notary signature
Randall J. Marshall
Notary name printed
Commission No. _____
My commission expires: _____

FILED
99 MAR 26 AM 8:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA