



P 99000045169

CSC - TALLAHASSEE
1201 HAYS STREET
TALLAHASSEE FL 32301

800-342-8086
850-521-1010 FAX

ACCOUNT NO. : 072100000032

REFERENCE : 237494-010

87253A

AUTHORIZATION :

COST LIMIT : \$ ~~PPD~~ PPD

FILED
99 MAY 13 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 12, 1999

ORDER TIME : 1:49 PM

ORDER NO. : 237494-010

CUSTOMER NO: 87253A

300002873703--6

-05/13/99--01047--023
****128.75 ****128.75

CERTIFICATION REQUEST

QUANTITY: 1

CORPORATE NAME: INTERNATIONAL SYSTEMS &
ELECTRONICS CORP.

CHARTER NO:

XX CERTIFICATE OF DOMESTICATION
____ CERTIFICATE OF STATUS

____ CERTIFIED COPIES
XX PLAIN COPIES

CONTACT PERSON: JANNA WILSON

RECEIVED
99 MAY 13 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

w99-11342

[Handwritten signature]
Janna Wilson



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: INTERNATIONAL SYSTEMS & ELECTRONICS CORP.
Ref. Number: W99000011342

We have received your document for INTERNATIONAL SYSTEMS & ELECTRONICS CORP. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct No. 1 on the Certificate of Domestication to reflect the date in which the corporation was formed in Delaware and not the date qualified in Florida.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 099A00026685

RESUBMIT

Please give original
submission date as file date.

File 2nd

RECEIVED
99 MAY 18 PM 3:15

FLORIDA DEPARTMENT OF STATE, SECRETARY OF STATE

CERTIFICATE OF DOMESTICATION

The undersigned, PEDRO PENTON, PRESIDENT,
(Name) (Title)

of INTERNATIONAL SYSTEMS & ELECTRONICS CORP. a foreign Corporation,
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was FEBRUARY 27, 19 97
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was DELAWARE
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was INTERNATIONAL SYSTEMS & ELECTRONICS CORP.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is INTERNATIONAL SYSTEMS & ELECTRONICS CORP.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

DELAWARE

I am PRESIDENT, of INTERNATIONAL SYSTEMS & ELECTRONICS CORP.
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done
so this the ____ day of _____ 19 99


(Authorized Signature)

Filing Fee:

Certificate of Domestication
Articles of Incorporation and Certified Copy
Total to domesticate and file

\$50.00
\$78.75
\$128.75

FILED
99 MAY 13 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
INTERNATIONAL SYSTEMS & ELECTRONICS CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: INTERNATIONAL
SYSTEMS & ELECTRONICS CORP.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business
permitted under the laws of the United States and the State of
Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of
One Thousand (1,000) shares of common stock having a par value of
One Dollars (\$1.00) per share. The consideration to be paid for
each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered
Office in the State of Florida shall be: Pedro Penton, 6161
Waterford, 6161 Blue Lagoon Drive, Miami, Florida 33126.

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 6161
Waterford, 6161 Blue Lagoon Drive, Miami, Florida 33126.

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to
time by By-Laws adopted by the Stockholders. However, the
Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>	<u>Address</u>
Pedro Penton	6161 Waterford 6161 Blue Lagoon Drive Miami, Florida 33126

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

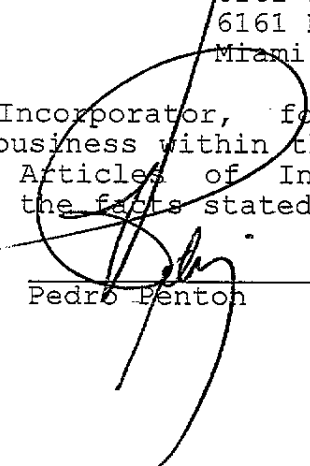
ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Pedro Penton	6161 Waterford 6161 Blue Lagoon Drive Miami, Florida 33126

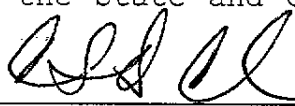
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



Pedro Penton

STATE OF FLORIDA :
: SS
COUNTY OF DADE :

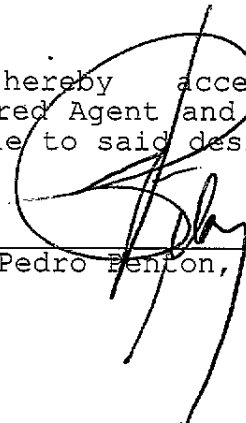
BEFORE ME, the undersigned authority, appeared PEDRO PENTON, who is personally known to me or who has produced _____ as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 6th day of May, 1999.


NOTARY PUBLIC, State of Florida
Print Name: CARLOS D. COTON
My Commission Expires: 8/3/99

 **CARLOS D. COTON**
COMMISSION # CC 476187
EXPIRES AUG 3, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


Pedro Benton, Registered Agent

CORP4.MTG\DJS\e 31487

FILED

99 MAY 13 PM 3:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA