

999 0000 5037 4

Gary S. Gostel

Attorney at Law

May 26, 1999

6401 S.W. 87th Avenue
Galloway 64 Building
Suite 101

Miami, Florida 33173

Tel. (305) 271-6800

Fax (305) 595-7666

Division of Corporations
407 East Gaines Street
Tallahassee, Florida 32399

700002891097--7

-06/01/99-01111--004

*****78.75 *****78.75

Re: Cybertran, Inc./Articles of Incorporation

Gentlemen:

Enclosed herewith please find original and one (1) copy of Articles of Incorporation for filing. I have enclosed my Trust Account check in the amount of \$78.75 made payable to the Department of State representing filing fees and for certification of the copy of the Articles.

Thank you for your kind courtesies.

Sincerely,


GARY S. GOSTEL

GSG/mb
Enclosures

FILED
1999 JUN -1 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
1999 JUN -1 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CYBERTRAN, INC.

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

ARTICLE I - NAME

The name of the corporation shall be: **CYBERTRAN, INC., a Florida corporation.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6401 S.W. 87th Avenue
Suite 100
Miami, Florida 33173

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JOSE CLEMENTE

6401 S.W. 87th Avenue
Suite 100
Miami, Florida 33173

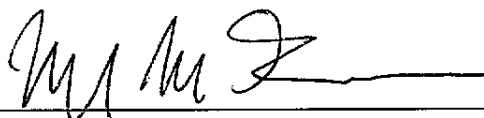
ARTICLE V - INCORPORATORS

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

WILLIAM M. FRIEDMAN

6401 S.W. 87th Avenue
Suite 100
Miami, Florida 33173

The undersigned has executed these Articles of Incorporation this 26
day of May, 1999.



WILLIAM M. FRIEDMAN

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

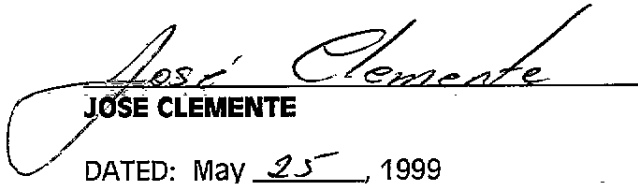
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **CYBERTRAN, INC., a Florida corporation.**

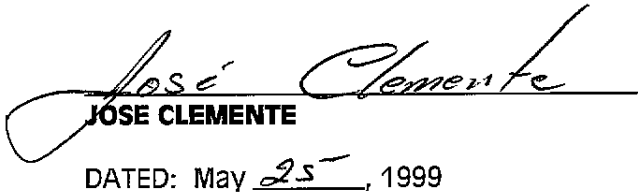
2. The name and address of the registered agent is:

JOSE CLEMENTE

6401 S.W. 87th Avenue
Suite 100
Miami, Florida 33173


JOSE CLEMENTE
DATED: May 25, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JOSE CLEMENTE
DATED: May 25, 1999

articles.1/Friedman

FILED
1999 JUN -1 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA