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July 21, 1999

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

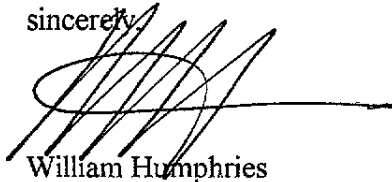
Attention: New Filings

Dear Sir or Madam:

Enclosed for filing are two originals for DAVTECH SYSTEMS, INC., plus my filing fee check in the amount of \$70.00. Please file in your normal time frame and return to my office one stamped original.

Thank you for your assistance.

sincerely,



William Humphries

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

DAVTECH SYSTEMS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Davtech Systems, Inc.

ARTICLE II

The existence of the Corporation shall begin on the date of filing of these articles.

ARTICLE III

The street address of the principal office of the Corporation is 442 West Kennedy Boulevard, Suite 200, Tampa, Florida 33606.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000,000, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 442 West Kennedy Boulevard, Suite 200, Tampa, Florida 33606. The initial registered agent for the Corporation at that address is William F. Humphries.

ARTICLE VI

The initial board of directors shall consist of three (3) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
William Humphries	442 West Kennedy Boulevard Suite 200 Tampa, Florida 33606
John Humphries	161 Rowland Court Galt, California 95632
Camile Humphries	161 Rowland Court Galt, California 95632

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ARTICLE VII

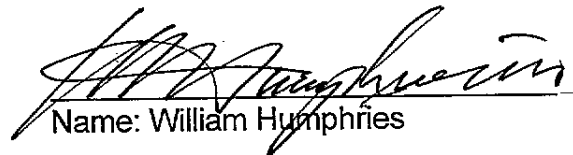
The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
William Humphries	442 West Kennedy Boulevard Suite 200 Tampa, Florida 33606

ARTICLE VIII

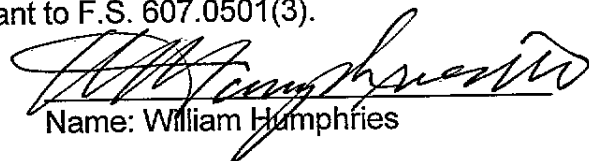
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 21, 1999.


 Name: William Humphries

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Daltech Systems, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


 Name: William Humphries

Date: July 21, 1999