



P99000070041

ACCOUNT NO. : 072100000032

REFERENCE : 333071 124904A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : August 6, 1999

ORDER TIME : 10:13 AM

ORDER NO. : 333071-005

CUSTOMER NO: 124904A

CUSTOMER: John P. Miller, Cpa
JOHN P. MILLER, C.P.A., P.A.
JOHN P. MILLER, C.P.A., P.A.
2499 Glades Road, Suite 305a

Boca Raton, FL 33431

DOMESTIC FILING

NAME: DIGITAL E GROUP, INC.

500002952995--0

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

skel
mlm

FILED
AUG -6 PM 3:48
TALLAHASSEE, FL 32304

RECEIVED
99 AUG -6 PM 1:48
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FL 32304

ARTICLES OF INCORPORATION

of

DIGITAL E GROUP, 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 - CORPORATE NAME

The name of the corporation shall be:

DIGITAL E GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

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

Digital E Group, Inc.
2250 N. Fed. Hwy.
Boca Raton, FL 33431

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) Shares of One Dollar (\$1.00)
Par Value Common Stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

Bradford R. Geisen
2250 N. Fed. Hwy.
Boca Raton, FL 33431

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Bradford R. Geisen
2250 N. Fed. Hwy.
Boca Raton, FL 33431

ARTICLE IX -- OFFICERS AND DIRECTORS

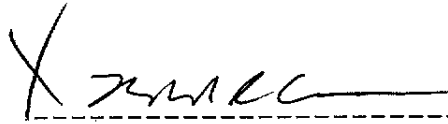
The name, address, and title of the one corporate officer is as follows:

Bradford R. Geisen, President
2250 N. Fed. Hwy.
Boca Raton, FL 33431

The name, address, and title of the one corporate director is as follows:

Bradford R. Geisen, Director
2250 N. Fed. Hwy.
Boca Raton, FL 33431

The undersigned has executed these Articles of Incorporation this 5th day of August, 1999.



Bradford R. Geisen, President

CERTIFICATION 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 Digital E Group, Inc.
2. The name and address of the registered agent and office is:

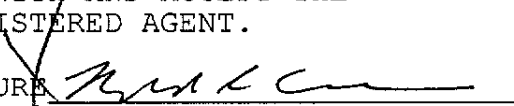
Bradord R. Geisen
2250 N. Fed. Hwy.
Boca Raton, FL 33431

SIGNATURE 

TITLE: President

DATE: August 5th, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE: August 5th, 1999

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TALLAHASSEE, FLORIDA