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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 358-7832

FLORIDA PROFIT CORPORATION OR P.A.
DIGITAL REAL ESTATE INC.

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B. McKnight OCT 29 1999

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation: DIGITAL REAL ESTATE INC.

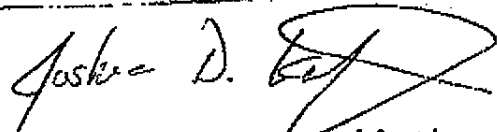
Address of Corporation: 6841 SW 65TH AVENUE
SOUTH MIAMI, FLORIDA 33143

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of OMIT. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JOSHUA D. KATZ
REGISTERED OFFICE: 6841 SW 65TH AVENUE
SOUTH MIAMI, FLORIDA 33143

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

10 / 28 / 99
Date

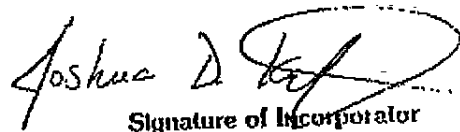


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.
1. JOSHUA D. KATZ, 6841 SW 65TH AVENUE, SOUTH MIAMI, FLORIDA 33143
2.
3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:
JOSHUA D. KATZ
6841 SW 65TH AVENUE
SOUTH MIAMI, FLORIDA 33143

In witness whereof, I have subscribed my name:



Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571