

FROM

(MON) 12. 6 '99 12:29/ST. 12:25/NO. 4260823295 P 1

P 990000105363

Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

MultiTech Acquisition B Co.

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FROM

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**ARTICLES OF INCORPORATION
OF
MULTITECH ACQUISITION B CO.**

THE UNDERSIGNED, acting as sole incorporator of **MultiTech Acquisition B Co.** (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA"), hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

ARTICLE I

Name

The name of the Corporation is: **MultiTech Acquisition B Co.**

ARTICLE II

Shares

The total number of shares which the Corporation shall have the authority to issue shall be Ten Thousand (10,000) shares, consisting of a single class of common stock having a par value of \$.01 per share.

ARTICLE III

Principal Office

The address of the Principal Office of the Corporation is **424 Central Avenue, Suite 500, St. Petersburg, Florida 33701**. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV

Mailing Address

The mailing address of the Corporation is **424 Central Avenue, Suite 500, St. Petersburg, Florida 33701**.

ARTICLE V

Initial Registered Office and Agent

The address of the initial Registered Office of the Corporation is **424 Central Avenue, Suite 500, St. Petersburg, Florida 33701**, and the initial Registered Agent at such address is **Frank McPartland**.

Steven W. Vazquez, Esq.
Florida Bar # 0003042
Foley & Lardner
100 N. Tampa Street,
Suite 2700
Tampa, Florida 33602

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ARTICLE VI
Incorporator

The name and address of the sole incorporator of the Corporation is: Frank McPartland, 424 Central Avenue, Suite 500, St. Petersburg, Florida 33701 .

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 6th day of December, 1999.



Frank McPartland, Incorporator

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**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, a resident of the State of Florida, having been named in Article VII of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of MultiTech Acquisition B Co.

DATED, this 16th day of December, 1999.

By: _____

Frank McPartland

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