

P9600034719

Judicial Systems, Inc.
5151-61 Collins Avenue, Suite 509
Miami Beach, FL 33140
Telephone: 305/861-2420
Fax: 305/861-2419

April 19, 1996

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attention: Karen Gibson

Re: Judicial Systems, Inc.

Dear Ms. Gibson:

Enclosed please find one Affidavit of Non-Revocation for Judicial Systems, Inc. as previously discussed.

Thank you for your assistance.

Sincerely,


Steven Rudnitsky, President

Encl.

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86 APR 22 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Judicial Systems, Inc.
4045 Sheridan Avenue, Suite 354
Miami Beach, FL 33140

April 19, 1996

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attention: Karen Gibson

Re: Articles of Incorporation for Judicial Systems, Inc.

Dear Ms. Gibson:

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation for Judicial Systems, Inc. to be filed in Florida, along with a check in the amount of \$122.50 for the filing fees. As soon as possible please return a file-stamped copy to me at the above address.

Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script that reads "A. Slater".

Aaron Slater

Encl.

STATE OF FLORIDA

AFFIDAVIT OF NON-REVOCATION

COUNTY OF DADE

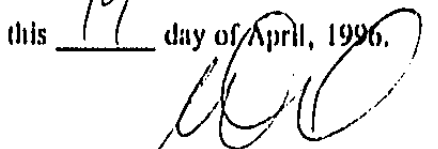
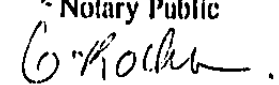
BEFORE ME, the undersigned authority on this day personally appeared Steven Rudnitsky ("Affiant"), President of Judicial Systems, Inc., a Florida corporation (the "Corporation"), who hereby certifies and states under oath to the Department of State, State of Florida, Corporations Division ("Florida"), that the following matters are true and correct on the date hereof, with the knowledge and intent that Florida, without investigation on its/their part, may rely fully upon the matters contained herein in connection with the execution of any and all corporate dissolution documents necessary to dissolve the Corporation (the "Dissolution Documents"):

1. Steven Rudnitsky is the President of the Corporation.
2. The Corporation is a duly organized and validly existing corporation under the laws of the State of Florida, under Document Number P95000003680.
3. The Corporation authorized dissolution as of February 29, 1996.
4. The Corporation hereby confirms that, under no circumstances shall it revoke its dissolution.
5. The State of Florida is hereby authorized to issue the name of Judicial Systems, Inc. to such persons who may apply therefor.
6. The Corporation, having obtained all necessary consents required by applicable law, has full power and authority to execute, acknowledge and deliver to Florida the Dissolution Documents, instruments and agreements contemplated to be executed by the Corporation, pursuant to its dissolution without in any way thereafter, or in the future, revoking such dissolution.
7. Affiant certifies that the facts herein set forth are true and correct.
8. This Affidavit is executed by Affiant, as President of the Corporation.


Steven Rudnitsky

SWORN TO AND SUBSCRIBED TO BEFORE ME on this 19 day of April, 1996.




Notary Public

Printed Name of Notary

**ARTICLES OF INCORPORATION
OF
JUDICIAL SYSTEMS, INC.**

The undersigned person, being of the age of majority and acting as Incorporator of the Corporation under the Florida Business Corporations Act (the "Act"), adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is Judicial Systems, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the initial principal office and the mailing address of the Corporation is 4045 Sheridan Avenue, Suite 354, Miami Beach, Florida 33140.

**ARTICLE III
DURATION**

The period of the Corporation's duration is perpetual.

**ARTICLE IV
PURPOSE**

The purpose for which the Corporation is organized is to engage in the transaction of any and all lawful business for which corporations may be incorporated under the Act.

**ARTICLE V
AUTHORIZED SHARES**

The Corporation shall have authority to issue 100 shares of Common Stock, \$0.01 par value.

**ARTICLE VI
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE VII
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 6757 Southwest 88th Street, C-107, Miami, Florida 33156, and the name of its initial registered agent at such address is Mr. Aaron Slater.

**ARTICLE VIII
NAME AND ADDRESS OF INCORPORATOR**

The name and address of the Incorporator is Karen Kravcov, 3300 North Central Avenue, Suite 1600, Phoenix, Arizona 85012.

**ARTICLE IX
DISSOLUTION**

The Corporation may be dissolved pursuant to Section 607.1402 of the Act, as the same may be amended from time to time hereafter.

**ARTICLE X
REMOVAL OF DIRECTOR**

Any or all of the directors of the corporation may be removed at any time, by the vote of all of the holders of record of outstanding stock of the Corporation entitled to vote at an election of the Directors, at a meeting of the shareholders called expressly for that purpose.

**ARTICLE XI
CONSENT TO TRANSFER**

A shareholder may directly or indirectly sell, assign, hypothecate, transfer, pledge, mortgage, or in any other way encumber or dispose of shares of the Corporation only upon the unanimous written consent of all of the shareholders of the Corporation.

**ARTICLE XII
AMENDMENT**

These Articles may be amended only upon the unanimous written consent of the shareholders of the Corporation.

DATED this 17th day of April, 1996.

Karen Kravcov
Karen Kravcov, Incorporator

CONSENT

The undersigned is familiar with and accepts the obligations provided for in Section 607.0505 of the Act to serve as the registered agent in Florida for Judicial Systems, Inc., a Florida corporation.

DATED this 19th day of April, 1996.

By A. Slater
Aaron Slater

P96000034719

JUDICIAL SYSTEMS, INC.

June 6, 1997

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attention: Karen Gibson

FILED
97 JUN -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Amendment to Articles of Incorporation of Judicial Systems, Inc.
(Document # P96000034719)

Dear Ms. Gibson:

Enclosed please find one (1) original and one (1) copy of the Amendment to Articles of Incorporation for Judicial Systems, Inc. (P96000034719) to be filed in Florida, along with a check in the amount of \$35.00 for the filing fees. Please return a file-stamped copy to me using the enclosed UPS overnight mailer.

Thank you for your assistance.

Sincerely,



Steven Rudnitsky

Encl.

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ARTICLES OF AMENDMENT
(Document Number P96000034719)

The shareholders and directors of the corporation have adopted the following amendment to the Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is changed from Judicial Systems, Inc. to Two Judicial Systems, Inc.

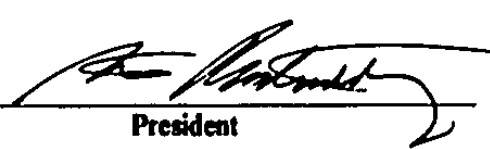
Adopted as of June 6, 1997

FILED
97 JUN -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Judicial Systems, Inc.

Two Judicial Systems, Inc.

By: 
President

By: 
President