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HARRY A. JONES
ATTORNEY AT LAW

March 1, 1997

HARBOR TOWNE
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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

FILED
97 MAR 27 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Credit Data Services, Inc.
Amended and Restated Articles of Incorporation

Dear Sir/Madam:

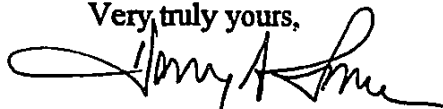
Enclosed find an original and one copy of Amended and Restated Articles of Incorporation together with check in the sum of \$35.00 to cover your filing fee for the Amendment.

Please stamp the copy of the Amendment with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

000002131120--4
-04/02/97--01044--007
*****35.00 *****35.00

Very truly yours,


Harry A. Jones

RECEIVED
97 MAR 27 AM 8:34
HAI/r
DIVISION OF CORPORATIONS

Amended & Restated Art.

V8 MAR 31 1997

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CREDIT DATA SERVICES, INC.

FILED
97 MAR 27 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CREDIT DATA SERVICES, INC., a corporation organized under the laws of the State of Florida and under its corporate seal and the hands of its President and Secretary hereby certify that:

The Board of Directors and all Stockholders of said corporation, at a joint meeting called and held on the 1st day of March, 1997, unanimously adopted the following resolution:

"BE IT RESOLVED by the Board of Directors and all the Stockholders of CREDIT DATA SERVICES, INC. that said Board and Stockholders deem it advisable and hereby declare that the Articles of Incorporation as previously filed be amended or restated as follows:

ARTICLE I
NAME

The name of the Corporation is: CREDIT DATA SERVICES, INC.

ARTICLE II
NATURE OF BUSINESS

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III **CAPITAL STOCK**

The capital stock of the Corporation shall consist of a maximum 20,000 shares of voting common stock at \$.10 par value per share and a maximum of 180,000 shares of nonvoting common stock at \$.10 par value per share. Other than the difference between voting and nonvoting status, each class of common stock shall be identical with respect to the allocation and distribution of dividends, profits and proceeds upon dissolution.

ARTICLE IV **INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business and continue business shall at no time be less than \$500.00.

ARTICLE V **TERM OF EXISTENCE**

This Corporation is to have perpetual existence.

ARTICLE VI **REGISTERED AGENT AND REGISTERED OFFICE**

The Registered Agent and Registered Office of the Corporation in the State of Florida is: ROBERT R. CHAFFIOT, 1802 S. Fiske Blvd., Suite 201, Rockledge, FL 32955. The Stockholders may from time to time move the principal office to any other address in Florida. The registered office is also the principal office.

ARTICLE VII **DIRECTORS**

This Corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time by action of the Stockholders, but shall never be less than three (3).

ARTICLE VIII
DIRECTORS AND OFFICERS

The name and addresses of the current Officers and Directors of the Corporation are:

<u>Name</u>	<u>Title</u>
Donald T. Hanenburg	President
Robert A. Brackett II	Vice-President/Director
Mark K. Chaffiot	Vice-President/Director
Robert R. Chaffiot	Secretary/Director /Director
Robert L. Brackett	Treasurer/Director

ARTICLE IX
SUBSCRIBERS

The name and addresses of the Subscriber to the Articles of Amendment of Articles of Incorporation is as follows:

Robert R. Chaffiot	1802 S. Fiske Blvd., Suite 201 Rockledge, FL 32955
Robert L. Brackett	2066 14 th Ave. Vero Beach, FL 32961

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
this 1st day of March, 1997.

CREDIT DATA SERVICES, INC.

(Corporate Seal)

By


Robert L. Brackett, Treasurer

ATTEST:


Robert R. Chaffiot, Secretary

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT L. BRACKETT and ROBERT R. CHAFFIOT, Treasurer and Secretary respectively of CREDIT DATA SERVICES, INC., personally known to be the persons described in and who executed the foregoing Articles of Amendment and acknowledged before me that they executed the same for the uses and purposes therein stated.

WITNESS my hand and official seal in the County and State last aforesaid this
1st day of March, 1997.


Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
HARRY A JONES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC267715
MY COMMISSION EXP. APR. 12, 1997

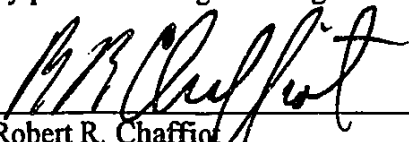
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
OF
CREDIT DATA SERVICES, INC.

Pursuant to the provisions of Florida Statutes, Section 607.0501, 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: CREDIT DATA SERVICES, INC.
2. The name and address of the registered agent and office is:

ROBERT R. CHAFFIOT
1802 S. Fiske Blvd., Suite 201
Rockledge, Fl 32955

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 obligations of my position as registered agent.



Robert R. Chaffiot
Date: March 1, 1997