

P00000104114

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

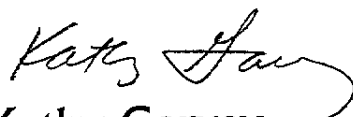
FILED
00 NOV -6 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FL 32314


Re: Incorporation Papers
ARToMIS, Inc.

600003452936--6
-11/06/00-01071-001
*****75.00 *****75.00

Enclosed please find one original and one duplicate set of incorporation papers for ARToMIS, Inc. The filing fee is also enclosed.

Sincerely,


Kathy Garvey
Registered Agent

11-7

inc

ARTICLES OF INCORPORATION
ARToMIS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a Corporation under the laws of the state of Florida.

ARTICLE I

The name of the Corporation is ARToMIS, Inc.

ARTICLE II

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in educational services, provide business support and technical services, and to engage in any business lawful under the laws of the State of Florida or the United States of America.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, valued at \$1 Par. The shares of this Corporation are not to be divided into classes, except by majority vote of the Board of Directors. This Corporation is not authorized to issue shares in series.

ARTICLE V

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which the Stock is offered to others.

ARTICLE VI

The initial street address of the Corporation's principal place of business is 1525 Dowse Court, Palm Bay, FL 32905.

ARTICLE VII

The initial Board of Directors of the Corporation shall consist of one (1) Director. The number of Directors may either be increased or decreased from time to time by the By-Laws, but may never be less than one (1) Director. The name and address of the person who shall serve as Director until the first Annual Meeting of the Board of Directors is as follows:

Kathy Garvey
1525 Dowse Court
Palm Bay, FL 32905

ARTICLE VIII

The Shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one Board of Directors candidate as many votes as the number of Directors to be elected multiplied by the number of shares. Notice must then be given the President of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of the Shareholders' Meeting for the election of Directors, that the said Shareholder intends to accumulate his vote.

ARTICLE IX

The name and address of the initial incorporator is :
Kathy Garvey , 1525 Dowse Court, Palm Bay, FL 32905.

ARTICLE X

The Shareholders shall have the power to adopt, amend, alter, change, or repeal these Articles of Incorporation when proposed and approved, by majority vote, at an authorized Shareholders' Meeting, called with not less than a majority of the vote of the common stock.

ARTICLE XI

The individual who is incorporating ARToMIS, Inc. is:
Kathy Garvey, 1525 Dowse Court, Palm Bay, FL 32905.



Kathy Garvey

REGISTERED AGENT
FOR
ARToMIS, INC.

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00 NOV -6 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the Florida Registered Agent for ARToMIS, Inc., a Florida Corporation, is as follows:

Kathy Garvey
1525 Dowse Court
Palm Bay, FL 32905

Under the mandate of Florida Statutes requiring a Registered Agent for a Florida Corporation, I hereby accept the responsibility to act as Registered Agent on behalf of ARToMIS, Inc. in all matters relevant to the State of Florida.

Kathy Garvey
Kathy Garvey, Registered Agent

10/16/00
Date