

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 1-800-342-8062 • Fax (850) 222-1222

PO0000114883

Navigy Holdings, Inc.

100003502571--6
-12/15/00--01076--018
*****78.75 *****70.00

- Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

FILED
00 DEC 15 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Signature _____

Requested by: LG Date: 12/15/00 Time: 11:20
Name _____

Walk-In _____ Will Pick Up _____

DEC. 15 2000

ARTICLES OF INCORPORATION

The undersigned, acting as an Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation shall be Navigy Holdings, Inc., a Florida for-profit corporation.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal office and place of business of the corporation shall be at 4800 Deerwood Campus Parkway in the City of Jacksonville, Duval County, State of Florida, but the corporation may have and maintain branches, offices and places of business and activities elsewhere.

ARTICLE III

COMMENCEMENT AND DURATION

The date and time for commencement of corporate existence shall be upon the filing of these Articles of Incorporation with the Secretary of State. The corporation shall have perpetual existence unless sooner dissolved according to law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

PURPOSE

The purpose for which the corporation is organized is to engage in any lawful act or activity for which a corporation may be organized under the Florida General Corporation Act.

ARTICLE V

AUTHORIZED CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be 1,000,000 shares of common stock at a par value of \$1.00 each.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The address of the registered office of the corporation is 4800 Deerwood Campus Parkway, Duval County, Jacksonville, Florida, 32246-8273. The name of the corporation's initial registered agent is Arezou C. Jolly, who shall be empowered to receive service of all legal process issued against the corporation in any civil action or proceeding instituted within or without the State of Florida. The corporation may change the registered office and the registered agent designation at any time by action of the Board of Directors, without amending the Articles of Incorporation or the Bylaws of the corporation, or by action of any officer so authorized by the Board of Directors.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have 5 directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than 2 or more than 10.

ARTICLE VIII
INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

William A. Schwennesen

4800 Deerwood Campus Parkway 100-7
Jacksonville, Florida 32246-8273

ARTICLE IX
BYLAWS

Provisions for the regulation of the internal affairs of the corporation shall be set forth in Bylaws. The power to amend, alter or repeal the Bylaws is reserved exclusively to the shareholders.

ARTICLE X
AMENDMENT TO ARTICLES OF INCORPORATION

The power to amend the Articles of Incorporation shall be reserved exclusively to the shareholders.

ARTICLE XI
INDEMNIFICATION

The corporation is authorized to indemnify any director, officer, employee or agent of the corporation to the fullest extent allowed, and in the manner provided, by the law of the State of Florida.

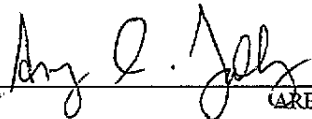
ARTICLE XII
LIABILITY OF DIRECTORS

The liability of a director is subject to the provisions of Section 607.0831 of the Florida General Corporation Act, as may be amended from time to time.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.



AREZOU C. JOLLY

DATE: 12-14-2000

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in triplicate,
on this 14th day of December 2000.

William A. Schwennesen
WILLIAM A. SCHWENNESEN
Incorporator

FILED
00 DEC 15 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA