

MOREAU, MARKS & GAVIGAN, PLLC

ATTORNEYS AT LAW

SHARON OFFICE PARK  
419 SOUTH SHARON AMITY ROAD, SUITE C  
CHARLOTTE, NORTH CAROLINA 28211

W. TIMOTHY MOREAU\*  
DANIEL C. MARKS\*\*  
TIMOTHY B. GAVIGAN\*\*\*

\* ALSO LICENSED IN LOUISIANA  
\*\* ALSO LICENSED IN SOUTH CAROLINA  
\*\*\* ALSO A CERTIFIED PUBLIC ACCOUNTANT

TELEPHONE (704) 362-2919  
TELECOPIER (704) 442-2668

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FILED  
JAN 22 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 18, 2001

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

Re: *Cyberlogic, Inc. / 6017 - Florida merger*

300003562409--8  
-01/22/01--01085--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

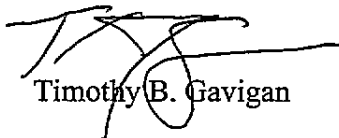
Dear Sir or Madam:

Enclosed for filing with your Office are an original and one (1) copy of the Articles of Incorporation for Cyberlogic, Inc., together with a check in the amount of \$78.75, in payment of the requisite filing fee. After filing, please return a filed copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance and if you have any questions, please do not hesitate to contact the undersigned.

Yours very truly,

MOREAU, MARKS & GAVIGAN, PLLC

  
Timothy B. Gavigan

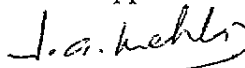
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ARTICLES OF INCORPORATION  
OF  
CYBERLOGIC, INC.

I, the undersigned natural person of the age of eighteen (18) years or more, do make and acknowledge these Articles of Incorporation for the purposes of forming a business corporation under and by virtue of the laws of the State of Florida, and herein set forth the following:

1. The name of the Corporation is CYBERLOGIC, INC.
2. The period of duration of the Corporation is unlimited.
3. The purposes for which the Corporation is organized are to engage in any lawful act or activity for which corporations may be organized under the General Statutes of the State of Florida.
4. The Corporation shall have authority to issue 100,000 shares of common stock having no par value.
5. The street address of the initial registered office (principal place of business) and the mailing address of the Corporation in the State of Florida is 12421 North Florida Ave., Suite D201, Tampa, Florida 33612. The name of the Corporation's initial registered agent at such address is Jitendra A. Mehta, who's consent to serve as such appears below:

  
\_\_\_\_\_  
Jitendra A. Mehta

6. The number of Directors constituting the initial Board of Directors of the Corporation shall be as set forth below and the names and addresses of the persons who will serve as Directors until the first meeting of the Shareholders, or until their successors shall be elected and qualified, are:

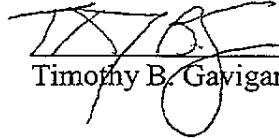
<u>NAME</u>	<u>ADDRESS</u>
Jitendra A. Mehta	12421 North Florida Ave., Suite D201 Tampa, Florida 33612

7. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Timothy B. Gavigan	419-C South Sharon Amity Road Charlotte, North Carolina 28211

**FILED**  
01 JAN 22 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This the 11<sup>th</sup> day of January, 2001.

  
Timothy B. Gavigan, Incorporator

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TALLAHASSEE, FLORIDA