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ROBERT E. STONE  
ATTORNEY AT LAW

November 27, 2001

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

900004701039--3  
-11/30/01--01079--016  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: In-Site Technology, Inc.

Dear Sir or Madam:

Please find enclosed the following:

- a. Original and one (1) copy of the Articles of Incorporation
- b. Certificate Designating Place and Naming Registered Agent
- c. Check in the amount of: \$87.50

If you should have any questions regarding this information, please contact my office at 561-567-2261.

Thanking you in advance for your cooperation in this matter.


Very truly yours,

  
Robert E. Stone, Esquire

RES/dj

Encl:

FILED  
01 NOV 30 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

 GAVE  
AUTHORIZATION BY PHONE TO  
GARY PRINCIPAL address L. hoke  
DATE 12/8/01  
DOC. EXAM

FILED

01 NOV 30 AM 10:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**IN-SITE TECHNOLOGY, INC.**

**ARTICLE I - NAME**

The name of this corporation is **In-Site Technology, Inc.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business as a consulting firm.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

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 may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2145 14<sup>th</sup> Avenue - Suite 15, Vero Beach, Florida 32960, and the name of the initial registered agent of this corporation at that address is **ROBERT E. STONE, ESQUIRE.** The principal address is the same.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have **3** director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is:

**PRESIDENT – DON CLARK**  
**2145 14<sup>th</sup> Avenue – Suite 15**  
**Vero Beach, Florida 32960**

**VICE-PRESIDENT – TED HARPOLE**  
**2145 14<sup>th</sup> Avenue – Suite 15**  
**Vero Beach, Florida 32960**

**TREASURER – LINDA PLUMMER**  
**2145 14<sup>th</sup> Avenue – Suite 15**  
**Vero Beach, Florida 32960**

**ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator signing these articles is:  
**Registered Agent – Robert E. Stone, Esquire, 2145 14<sup>th</sup> Avenue – Suite 15, Vero Beach, Florida 32960.**

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on the 27<sup>th</sup> day of Nov., 2001.

**In-Site Technology, Inc.**

By

  
Robert E. Stone, Esquire  
Registered Agent

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Robert E. Stone, Registered Agent** of In-Site Technology, Inc., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have set my hand and seal in the State and County above, this 27<sup>th</sup> day of Nov., 2001.

*April Dawn Johnson*  
NOTARY PUBLIC,  
State of Florida

My commission expires:



April Dawn Johnson  
MY COMMISSION # DD064098 EXPIRES  
October 10, 2005  
BONDED THRU TRCY FAIN INSURANCE, INC.

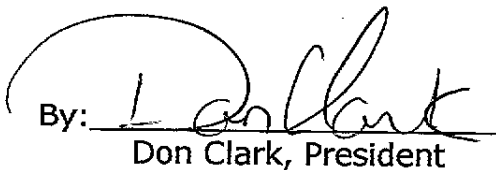
**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

FILED  
01 NOV 30 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that **IN-SITE TECHNOLOGY, INC.**, desiring to organize or qualify under the laws of the State of Florida, has named **ROBERT E. STONE, ESQUIRE**, 2145 14<sup>th</sup> Avenue – Suite 15, Vero Beach, Florida 32960 as its agent to accept service of process within Florida.

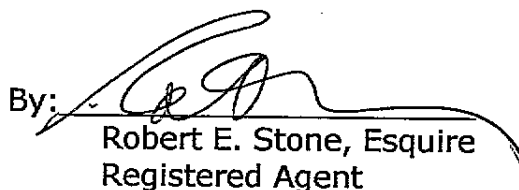
**DATED:** November, 27, 2001.

By:   
Don Clark, President

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 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.

**DATED:** November, 27, 2001.

By:   
Robert E. Stone, Esquire  
Registered Agent