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February 26, 2002

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

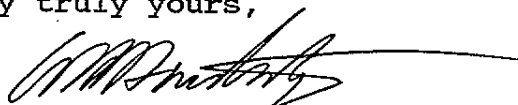
RE: VERTICAL HORIZONS, INC.

Dear Sir:

Please find enclosed an original and one copy of Articles of Incorporation for the above referenced corporation, together with Designation of Resident Agent and my check in the amount of \$78.75 representing the following:

Filing Fee.....	\$35.00
Resident Agent.....	3.00
Certified copy of Articles....	8.75
Total.....	\$78.75

Very truly yours,



Alonzo H. Hardesty, III

AHH/pr
Enclosures
cc: Bernard E. Senez, Jr.

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*****78.75 *****78.75

RECEIVED DATE
2-28-02

FILED
02 MAR -6 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QB 3/13✓

ARTICLES OF INCORPORATION
OF
VERTICAL HORIZONS, INC.

FILED
02 MAR -6 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
2-28-02

ARTICLE I - NAME

The name of the corporation is VERTICAL HORIZONS, INC..

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation is organized for the following purposes:

A. To engage in the business of computer engineering and software development.

B. To engage in any activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) Shares, all of one class, at Ten (\$10.00) Dollar par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata 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 - PRINCIPAL OFFICE

The address of the principal office of the corporation is 2853 Emerald Avenue, Orange City, Florida. The mailing address of the corporation is 2853 Emerald Avenue, Orange City, Florida 32763.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2853 Emerald Avenue, Orange City, Florida 32763, and the name of its initial registered agent at such address is BERNARD E. SENEZ, JR..


ARTICLE VIII - MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders of the corporation.

ARTICLE IX - INCORPORATOR

The name and address of the person executing these Articles of Incorporation is BERNARD E. SENEZ, JR., 2853 Emerald Avenue, Orange City, Florida 32763.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of February, 2002.


_____(SEAL)
BERNARD E. SENEZ, JR.

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared
BERNARD E. SENEZ, JR., to me known to be the person who executed
the foregoing Articles of Incorporation, and he acknowledged to
and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 28 day of February, 2002.



Notary Public



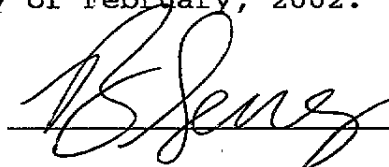
CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
02 MAR -6 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034 of the
Florida Statutes, the following is submitted:

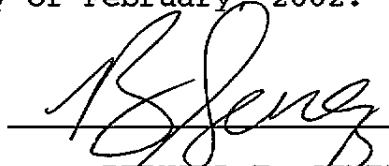
That VERTICAL HORIZONS, INC. desiring to qualify under the
laws of the State of Florida, with its principal place of
business located at 2853 Emerald Avenue, Orange City, Florida
32763, has named BERNARD E. SENEZ, JR., located at 2853 Emerald
Avenue, Orange City, Florida 32763, as its agent to accept
service of process within Florida.

Dated this 28 day of February, 2002.


_____(SEAL)
BERNARD E. SENEZ, JR.
Incorporator

Having been named to accept service of process for VERTICAL
HORIZONS, INC. 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.

Dated this 28 day of February, 2002.


_____(SEAL)
BERNARD E. SENEZ, JR.