

Aspire
solutions
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September 16, 2002

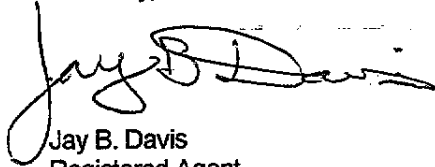
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

Enclosed is the Articles of Incorporation for Aspire Solutions, Inc. Federal EIN 32-0031018 and copies of both our SS-4 and 2553 election.

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certificate of Status	\$ 8.75
Certified Copy	\$ 8.75
TOTAL	\$ 87.50

Sincerely,



Jay B. Davis
Registered Agent

4477 Gabriella Lane
Winter Park, FL 32792-6325

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION
OF
ASPIRE SOLUTIONS, INCORPORATED

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 23 PM 12:42

The undersigned incorporator(s), for the purpose of forming a Florida for profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is:
Aspire Solutions, Incorporated

ARTICLE II

The principal place of business address:
2909 Fairgreen Street, Suite 102
Orlando, FL 32803-5045

The mailing address of the corporation's is:

PO Box 149043
Orlando, FL 32814-9043

ARTICLE III

The purpose of the corporation is to engage in any lawful activity permitted by the laws of the State of Florida.

ARTICLE IV

The total number of shares, which the corporation shall have authority to issue, is 100,000 shares of no par value common stock.

ARTICLE V

The Name and Florida street address of registered agent is:

Jay B. Davis
Natural Logic Systems, Inc.
4477 Gabriella Lane
Winter Park, FL 32792-6325
Seminole County

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: 

ARTICLE VI

The names and residence addresses of the persons constituting the initial board of directors are:

Title: Director/President/Treasurer —
Jay B. Davis
4477 Gabriella Lane
Winter Park, FL 32792-6325 —

Title: Chairman/Vice President/Secretary
William Glenn
115 N. Glenwood Ave
Orlando, FL 32803

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII

The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

ARTICLE IX

In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

ARTICLE X

No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

ARTICLE XI

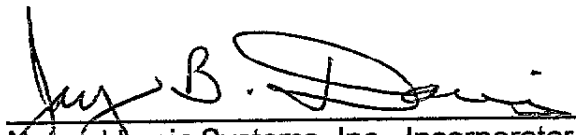
The corporation shall have no corporate seal.

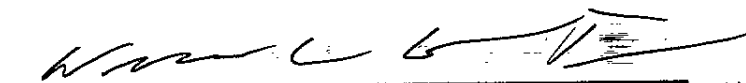
ARTICLE XII

All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President/Treasurer or Vice-President/Secretary. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

ARTICLE XIII

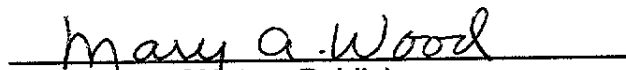
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge and that we are the incorporator of said corporation:


Natural Logic Systems, Inc., Incorporator
Jay B. Davis, President
4477 Gabriella Lane
Winter Park, FL 32792-6325


WillGlenn, LLC, Incorporator
William Glenn, Managing Member
115 N. Glenwood Ave
Orlando, FL 32803

State of Florida
County of Orange

Subscribed and sworn to before me by Jay B. Davis, who is personally known to me and by William Glenn who is personally known to me, on the 16th day of September 2002.


(Signature of Notary Public)
MARY A. WOOD
Name typed, printed, or stamped
My Commission Expires: _____



Mary A. Wood
Commission # DD081089
Expires Feb. 2, 2006
Bonded Thru
Atlantic Bonding Co., Inc.