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BRINKLEY MCNERNEY

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

OmniPilot Software, Inc.

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Page Count	03
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Articles of Incorporation
of
OmniPilot Software, Inc.
A Florida Corporation

The undersigned, acting as Incorporator of OmniPilot Software, Inc., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the corporation is OmniPilot Software, Inc., and the street address of the initial principal office of the Corporation is 701 S Federal Highway, Fort Lauderdale, FL 33316.

ARTICLE II
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$.01 par value Common Stock.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 200 East Las Olas Blvd., Suite 1900, Fort Lauderdale, FL 33301. The name of the initial Registered Agent of the Corporation is Michael J. McNerney, Esq.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The Board of Directors shall initially have three Directors to hold office until the first Annual Meeting of Shareholders and his/her successor shall have been duly elected and qualified, or until

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his/her earlier resignation, removal from office, or death. The name and address of the initial Directors of the Corporation are:

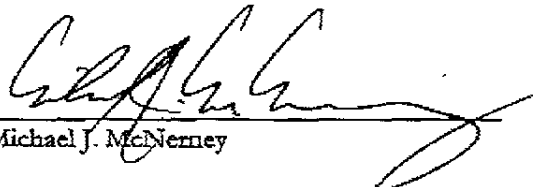
<u>NAME</u>	<u>ADDRESS</u>
Dan L. Estes	1224 Rio Vista Blvd. Fort Lauderdale, FL 33301
Peggy N. Estes	1224 Rio Vista Blvd. Fort Lauderdale, FL 33301
Brett Cauce	1102 SW 18 th Court Fort Lauderdale, FL 33315

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Michael J. McNerney	Brinkley, McNerney, Morgan, Solomon & Tatum, LLP 200 East Las Olas Blvd., Suite 1900 Fort Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of April, 2003.


Michael J. McNerney

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BRINKLEY MCNERNEY

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for OmniPilot Software, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties and am familiar with and accept the obligations of our position as Registered Agent.

Dated: April 2, 2003

Brinkley, McNerney, Morgan, Solomon & Tatum, LLP

By: 

Michael J. McNerney

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