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**FLORIDA PROFIT/NON PROFIT CORPORATION  
Truevance Merger Sub, Inc.**

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ARTICLES OF INCORPORATIONOFTRUEVANCE MERGER SUB. INC.

The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the corporation shall be Truevance Merger Sub, Inc.

Article II: The principal place of business and mailing address of this corporation shall be 1640 Republic Centre, 633 Chestnut Street, Chattanooga, Tennessee 37450.

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000, all of which are without par value and classified as common shares.

Article IV: The name and address of the initial registered agent is NRAI Services, Inc., 2731 Executive Park Drive, Suite 4, Weston, Florida 33331.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part hereof.

Article V: The name and street address of the incorporator to these Articles of Incorporation is:

| <u>NAME</u>  | <u>ADDRESS</u>   |
|--------------|--|
| Roddy Bailey | 1000 Volunteer Building<br>832 Georgia Avenue<br>Chattanooga, Tennessee 37402-2289 |

Article VI: The names, street addresses and titles of the initial directors and officers of the corporation are:

| <u>NAME</u>    | <u>ADDRESS</u>   | <u>TITLE</u>                         |
|----------------|--|--------------------------------------|
| W. Craig Baker | 1640 Republic Centre<br>633 Chestnut Street<br>Chattanooga, TN 37450 | Sole Director, President & Secretary |

Article VII: The period of duration of the corporation is perpetual.

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Article VIII: The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by such person in connection with any action, suit or other proceeding in which such person may be involved or with which such person may be threatened, or other matters referred to in or covered by said provisions both as to action in such person's official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement or resolution adopted by the shareholders entitled to vote thereon after notice.

The undersigned incorporator has executed these Articles of Incorporation this 4th day of February, 2011.

Rodley Bailey  
Rodley Bailey, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these 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 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.

NRAI SERVICES, INC.

By: Gwendolyn Andrews  
Gwendolyn Andrews, Spl. Assistant Secretary

Date: February 4, 2011

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