

**Watson & Company, P.A.**

Certified Public Accountants

The Chasyn Building  
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**P950000 11760**

December 20, 1994

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Filing of - Orisis & Magnis Business Systems, Inc.


Dear Sir/Madam:

Enclosed is the Articles of Incorporation and a check in the amount of \$122.50 for the appropriate filing.

Please address your reply to the attention of the undersigned.

Thank you.

Sincerely  
WATSON & COMPANY, P.A.



Florence Meikle  
Office Manager  
for the Firm.

F. CHESSEY FEB 21 1995

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-02/09/95--01121--007  
\*\*\*122.50 \*\*\*122.50

/fm.  
enc.

ARTICLES OF INCORPORATION

for

ORISIS & MAGNIS BUSINESS SYSTEMS, INC.

FILED  
SEP 10 1963  
CLERK OF DISTRICT COURT  
FLORIDA  
SOUTHERN DISTRICT

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is ORISIS & MAGNUS BUSINESS SYSTEMS, INC.

ARTICLE II  
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holder of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holder of common stock shall not have preemptive rights to subscribe to the corporation's securities.

#### ARTICLE V

The name of the initial registered agent of this corporation is GARY FORD. The state address of the initial registered office of the corporation in the State of Florida is 6175 N.W. 167th Street Bay #G35, Miami, Florida 33015.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have two initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The names and street addresses of the initial Directors are:

GARY FORD	6175 N.W. 167th Street Miami Lakes, FL 33015
VALTON CRAIGIE	6175 N.W. 167th Street Miami Lakes, FL 33015

#### ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is GARY FORD 6175 N.W. 167th Street Bay #G35, Miami Lakes, Florida 33015.


#### ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X  
AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

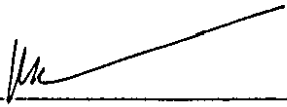
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 30<sup>th</sup> day of November 1994.

  
GARY FORD

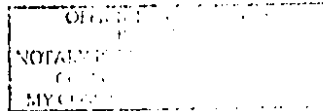
STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared GARY FORD, known to me and known by me to be the person who executed the foregoing Article of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 30th day of November 1994.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND  
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

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

FIRST that GARY FORD, is desiring to organize or qualify under  
the laws of the State of Florida with its principal place of  
business at 6175 N.W. 167th Street Bay #G35 Miami, Florida  
33015, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above  
stated corporation, at place designated in this Certificate, I  
heroby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper  
performance of my duties.

Dated this 30th day of November, 1994.

BY: 

GARY FORD  
Registered Agent

FILED  
1995 FEB -9 AM 9:14  
TALLAHASSEE