

KIRSCHNER, MAIN, PETRIE, GRAHAM, TANNER & DEMONT

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

ONE INDEPENDENT DRIVE, SUITE 2000
JACKSONVILLE, FLORIDA 32202

MAILING ADDRESS:

POST OFFICE BOX 1559

JACKSONVILLE, FLORIDA 32201-1559

TELEPHONE (904) 354-4141 FACSIMILE (904) 358-2199

BARRY C. AVERITT
MICHAEL E. DEMONT
CURTIS S. FALLOATTER
T. MALCOLM GRAHAM
LEE STATHIS MARAMIS
T. GEOFFREY HECKIN
KENNETH M. KIRSCHNER
JAMES L. MAIN
GAYLE PETRIE
MICHAEL G. TANNER

HOWARD L. ALFORD
KAREN SMITH FRENCH
DEBORAH L. GREENE
REESE J. HENDERSON, JR.
KENNETH B. JACOBS
JULIE A. LUTEN
CHARLES S. McCALL
MARSHA P. PROCTOR
JOHN T. ROGERSON, III
ANN K. VINING
ALAN S. WACHS

VIA FEDERAL EXPRESS

Florida Department of State
Attention: New Filings
409 Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
3-31-95

RE: Incorporation of Compulogix, Inc.

1.000019412306
2.000019412306
***12124 ***12124

Dear Madam or Sir:

Enclosed for filing with your office are the following:

1. Articles of Incorporation of Compulogix, Inc.;
2. Certificate Designating Place of Business of Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Processed Maybe Served; and
3. Our law firm's check in the sum of \$122.50 in payment of the filing fees for the above documents and for a certified copy of the Articles of Incorporation as filed with your office. You will note that we have enclosed a copy of the Articles of Incorporation for purposes of certification and return to us.

Also enclosed is a self-addressed envelope for your convenience in returning the certified copy of the Articles of Incorporation directly to the undersigned.

Sincerely,

T. Geoffrey Heekin

TGH/ab
Enclosures:

Copy sent 7/26
5/22, 6/71
W94-3323

FILED
95 APR -4 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1995

T GEOFFREY HEEKIN, ESQUIRE
PO BOX 1559
JACKSONVILLE, FL 32201-1559

SUBJECT: COMPULOGIX, INC.
Ref. Number: W94000003323

We have received your document for COMPULOGIX, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 995A00007517

KIRSCHNER, MAIN, PETRIE, GRAHAM, TANNER & DEMONT

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MARSHA P. PROCTOR
JOHN T. ROGERSON, III
ANN K. VINING
ALAN S. WACHS

April 3, 1995

VIA FEDERAL EXPRESS

Florida Department of State
Attention: Beth Register
Corporate Specialist Supervisor
409 Gaines Street
Tallahassee, FL 32399

RE: Incorporation of Compulogix, Inc.

Dear Ms. Register:

Pursuant to your correspondence of February 20, 1995 (copy enclosed), please find enclosed for filing with your office the following:

1. Articles of Incorporation of Small Business Services, Inc.;
2. Certificate Designating Place of Business of Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Processed Maybe Served; and
3. A copy of the Articles of Incorporation for purposes of certification and return to us.

Also enclosed is a self-addressed envelope for your convenience in returning the certified copy of the Articles of Incorporation directly to the undersigned.

Should you have any questions or should I be able to be of any further assistance, please feel free to call upon me.

Sincerely,


T. Geoffrey Heekin

TGH/ab
Enclosures:

FILED
95 APR -4 PM 12:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE
3-31-95

ARTICLES OF INCORPORATION
OF
SMALL BUSINESS COMPUTER SERVICES, INC.

FILED
95 APR -4 PM 12:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is Small Business Computer Services, Inc., and the principal business address of the Corporation is 8145 San Jose Manor Drive East #2, Jacksonville, Florida 32217.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of the Articles of Incorporation which is March 31, 1995, and shall be filed with the Secretary of State within 5 business days from said date. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 2000 shares of Common Stock, all of which shall be of the par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8145 San Jose Manor Drive East #2, Jacksonville,

Florida, 32217, and the name of its initial registered agent at such address is Shiras Michael Walker, Jr.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1) and the name and address of the person who is to serve as member thereof is:

<u>Name</u>	<u>Address</u>
Shiras Michael Walker, Jr.	8145 San Jose Manor Drive East #2 Jacksonville Florida 32217

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
T. Geoffrey Heekin	Post Office Box 1559 Jacksonville, Florida 32201-1559

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of March, 1995.



T. GEOFFREY HEEKIN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

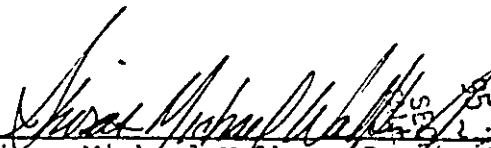
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Small Business Computer Services, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Shiras Michael Walker, Jr. as its agent to accept service of process within Florida.


T. Geoffrey Heekin, Incorporator

Date: March 31st, 1995

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Shiras Michael Walker, Jr. hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


Shiras Michael Walker, Jr.

Date: March 12, 1995

FILED
95-188-4 PM 12:56
SECRETARY OF STATE
TREASURY OF FLORIDA