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ARTICLES OF INCORPORATION

OF

MARKETSIGHT, INC.

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST:

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The name of the Corporation is Marketsight, Inc. (the "Corporation").

SECOND:

The principal office address and mailing address of the corporation is

5896 Colony Court, Boca Raton, FL 33433.

THIRD:

The Corporation is authorized to issue 1,000 shares of common stock,

parivaiue \$.01 per share.

FOURTH:

The street address of the initial registered office of the Corporation is:

5896 Colony Court, Boca Raton, FL 33433 and the registered agent at

that address is: William Baumner.

FIFTH:

The name and address of the incorporator of the Corporation is: William

Baumner, 5896 Colony Court, Boca Raton, FL 33433.

SIXTH:

The Corporation is organized for the purpose of transacting any and all

lawful activities or business for which corporations maybe formed under

Chapter 607 of the Florida Statutes.

SEVENTH:

The Corporation shall have one director initially and the number of

directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of

the initial director of the Corporation is:

William Baumper

5896 Colony Court

Hoca Raton, FL 33433

EIGHTH:

The corporation expressly elects not to be governed by Section 607.0901

of the Florida Business Corporation Act, as amended from time to time,

relating to affiliated transactions.

Prepared by: cory mass F1Ba1-0003956 1801 Clint Moore Rd. BOCA RATON, E/33487 #07-994-1191

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NINTH:

The Corporation expressly elects not to be governed by Section 607,0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH:

The corporate existence of the Corporation shall commence on

April<u>ia</u>, 1995.

IN WIT was S WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of April, 1995.

William Baumner

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

William Baumner

Dater!: 4/18/95

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