

April 19
P95000034177

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Southeast Software Solutions, Inc.

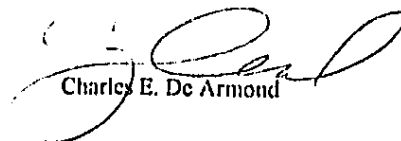
100001465501
-04/26/95--01087--016
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Charles E. De Armond

Southeast Software Solutions, Inc.
205 National Place Unit #113
Longwood, FL 32750
(407) 830-3475

LIST INC.
PA. RECDPT/SLR
00678, 00674, 00615,
00671
9116
FILED
95 MAY -2 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Southeast Software Solutions, Inc.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the state of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: Southeast Software Solutions, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office or the mailing address of the corporation is:

NAME	Southeast Software Solutions Inc.		
ADDRESS	205 National Place, Unit #113		
CITY	longwood	FLORIDA	ZIP 32750

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Charles De Armond		
ADDRESS	523 North Dean Road		
CITY	Orlando	FLORIDA	ZIP 32825

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but never shall be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Richard A. Mergy		
ADDRESS	650 Tomlinson Terrace		
CITY	Lake Mary	FLORIDA	ZIP 32746

NAME	Beverly R. Mergy		
ADDRESS	650 Tomlinson Terrace		
CITY	Lake Mary	FLORIDA	ZIP 32746

NAME	Charles De Armond		
ADDRESS	523 North Dean Road		
CITY	Orlando	FLORIDA	ZIP 32825

FILED
MAY - 2 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this ____ day of April, 1995.

Richard A. Mergy (Seal)
Beverly K. Mergy (Seal)
[Signature] (Seal)

STATE OF FLORIDA)
COUNTY OF SEMINOLE) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

known to me and known to be person(s) who executed the forgoing Articles of Incorporation, and who acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 22nd day of April, 19 95.

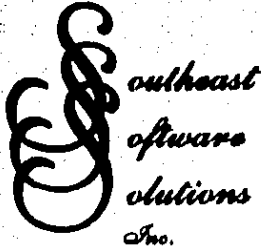
(Notary Seal)

Deborah A. Mergy
(Notary Public, State of Florida at Large)

My Commission expires:



DEBORAH A. MERGY
MY COMMISSION # CC278303 EXPIRES
May 17, 1997
BONDED THRU TROY FAIR INSURANCE, INC.



205 National Place Unit 113, Longwood, FL 32750
Phone (407) 830-DISK

I am familiar with the duties and accept the responsibilities of Registered Agent for the above named Incorporation.

The incorporators are as follows:

President:	Richard A. Mergy
Vice President	Charles E. De Armond
Secretary/Treasurer	Beverly R. Mergy

Sincerely Yours,

Charles E. De Armond

FILED
95 MAY -2 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000034177

James R. Leone & Assoc., P.A.

Attorneys at Law

James R. Leone

452 Osceola Street, Suite 211
Altamonte Springs, Florida 32701

(407) 831-1255
(407) 831-3573 (fax)

February 25, 1997

600002278656--4
-08/27/97--01082--001
*****52.50 *****52.50

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32314

000002109250--7
-03/11/97--01016--012
*****35.00 *****35.00


RE: Articles of Amendment of Articles of Incorporation of
Southeast Software, Inc.

Dear Sir:

Enclosed please find for following the Articles of Amendment
of Articles of Incorporation of Southeast Software, Inc. and the
filing fee of \$ 35.00.

Thank you for your attention to this matter.

Sincerely,


Penny E. Kirkpatrick, Paralegal
to JAMES R. LEONE

PEK\

xc: file

Encl. 2

NR Same R96-5921

~~6097-5828~~
N/c

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VS MAR 21 1997

Correction by
LFS 8-18-97

**JAMES R. LEONE
ATTORNEY AT LAW**

1275 Lake Heathrow Lane
Heathrow, Florida 32748

Telephone (407) 805-9200
Fax (407) 805-9030

August 6, 1997

Florida Department of State
ATTN: Louise Jackson
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Amendment - Document Nos. F14900 and P95000034177

Dear Ms. Jackson:


Pursuant to our conversation August 6, 1997, I am enclosing the first page of the amended Article of Amendment of Articles of Incorporation of Southeast Software Solutions, Inc. (Document No. P95000034177).

As you are aware, there was a clerical error made when typing and filing the Articles of Amendment in February, 1997. After speaking with the staff, I learned that the word "SOLUTIONS" was left out of the companies name and therefore, when calling for the document number the wrong company name was used and it also was incorrect.

Also, enclosed please find a check in the amount of \$52.50. The monies are payment for the for certified copies returnable to me.

If there is any further information or documentation required to clear this matter up, please do not hesitate to contact me at the above referenced address.

Sincerely,


AMBER R. WALKER, Office Manager for
JAMES R. LEONE
ATTORNEY AT LAW

JRL/arw

xc: file

encl: Articles of Amendment (Southeast Software Solutions, Inc.)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

PENNY E. KIRKPATRICK
452 OSCEOLA ST., STE. 211
ALTAMONTE SPRINGS, FL 32701

SUBJECT: SOUTHEAST SOFTWARE, INC.
Ref. Number: F14900

We have received your document for SOUTHEAST SOFTWARE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 897A00012833

James R. Leone & Assoc., P.A.

Attorneys at Law

James R. Leone

462 Osceola Street, Suite 211
Altamonte Springs, Florida 32701

(407) 831-1255
(407) 831-3573 (Fax)

March 17, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Attn: Velma Shepard
Corporate Specialist

RE: Southeast Software, Inc.
Articles of Amendment of Articles of Incorporation of
Southeast Software, Inc.
Ref. Number: F14900

Dear Ms. Shepard:

Enclosed please find for filing Articles of Amendment of
Articles of Incorporation of Southeast Software, Inc. which have
been properly signed.

Sincerely,

Penny E. Kirkpatrick
Penny E. Kirkpatrick, Paralegal
to JAMES R. LEONE

PEK/mef
Enclosure

RECEIVED
97 MAR 19 AM 8:44
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

SOUTHEAST SOFTWARE SOLUTIONS, INC.

FILED
97 MAR 19 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003, and Section 607.1007 Florida Statutes, this corporation adopts the following articles of amendment to its Articles of Incorporation (Document Number P95000034177, filed May 2, 1995:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

A. Article I - Change the name of the corporation from Southeast Software Solutions, Inc. to Southeast Services, Inc. All other Articles remain the same. The new Article reads:

Article I

The name of this corporation is Southeast Services, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

NOT APPLICABLE

THIRD: The date of each amendment's adoption: February 25, 1997.

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval
by NOT APPLICABLE
(voting group)

Signed this day of February 25, 1997

X By: _____

(Chairman or Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)

OR

(A director or incorporator if adopted by the directors or incorporators)

JAMES R. LEONE

(Typed or printed name)

Vice President and Assistant Secretary

(Title)