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May 11, 1995

AIR BORNE EXPRESS
P95000038227
Department of State
Post Office Box 622
Tallahassee, Florida 32301

Attention: Division of Corporations

Re: ON COURSE SOLUTIONS, INC.

Gentlemen:

Enclosed herein is an original and one copy of properly executed Articles of Incorporation, including certificate designating registered office and registered agents and acceptance of registered agent for ON COURSE SOLUTIONS, INC. for filing. Also, enclosed is a check in the amount of \$122.50 made payable to the Florida Secretary of State to cover the following costs:

Filing fee for Articles of Incorporation	\$ 35.00
Registered Agent fee	\$ 35.00
Certified copy fee	\$ 52.50

RECEIVED
JUL 12 1995
TALLAHASSEE, FLORIDA
*****12150*****12150

Total	\$122.50
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Please forward the certified copy of the Articles of Incorporation to the undersigned in the enclosed Air Borne Express package. Thank you for your cooperation and assistance in this matter.

Very truly yours,

Jill S. Schwartz
Jill S. Schwartz, P.A.

JSS/mgs

Enclos

FILED
JUL 12 1995
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ON COURSE SOLUTIONS, INC.**

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is ON COURSE SOLUTIONS, INC.

ARTICLE II - PRINCIPLE OFFICE

The principle office of the corporation is 2210 Chippewa Trail, Maitland, Florida 32751.

ARTICLE III - BUSINESS, OBJECTS OR PURPOSES

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be as follows:

- (a) Consulting service for data processing to financial institutions.
- (b) In general, to have and exercise all powers conferred by the laws of Florida upon professional corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the corporation shall be 100 shares having a par value of \$1.00 per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

FILED
95 MAY 12 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 2210 Chippewa Trail, Maitland, Florida 32751 and the name of the corporation's initial registered agent is Anita Hope.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

Name

Address

Anita Hope

2210 Chippewa Trail
Maitland, FL 32751

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is as follows:


Name

Address

Anita Hope

2210 Chippewa Trail
Maitland, FL 32751

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated this 10 day of May 1995.


Anita Hope

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

The name of the corporation is ON COURSE SOLUTIONS, INC.

The name and address of the registered agent and office is:

2210 Chippewa Trail, Maitland, Florida 32751

By: Anita Hope
Anita Hope

Title: PRESIDENT

Dated this 10 day of May, 1995.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

Anita Hope
Anita Hope

Dated this 10 day of May, 1995.

FILED
9 MAY 12 PM 12:18
CLERK OF STATE
TALLAHASSEE, FLORIDA