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May 26, 1995

REBECCA A. MCCREA
PARALEGAL

Department of State
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Incorporation of C:BASE SYSTEMS, INC.

300001502083
-05/31/95--01059--014
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find the following documents for filing:

1. Original and one copy of Articles of Incorporation effective **May 26, 1995**;
2. Consent of Registered Agent;
3. A check in the amount of \$122.50 to cover the cost filing fee, a certified copy of the Articles of Incorporation, and the filing of the approval of the Registered Agent.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to call.

Sincerely,

EFFECTIVE DATE

May 26, 1995

Becky McCrea, Paralegal for
Linda K. Phipps

LKP/ram
enclosure
cc: Richard and Robin O'Donnell

Copy

EFFECTIVE DATE

May 26, 1995

ARTICLES OF INCORPORATION

OF

C:BASE SYSTEMS, INC.

The undersigned, heroby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be C:BASE SYSTEMS, INC.

ARTICLE II - MAILING ADDRESS

The principal mailing address of the Corporation shall be c/o O'Donnell, 2215 Robel Trail, Clermont, Florida 34711.

ARTICLE III - DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation is 2215 Robel Trail, Clermont, Florida 34711 and the name of the initial Registered Agent at such address is Robin A. O'Donnell.

ARTICLE VI - TERM OF EXISTENCE

The corporate existence shall commence upon subscription and acknowledgment of these Articles of Incorporation.

ARTICLE VII - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE VIII - INCORPORATORS

The name and street address of each Incorporator of the corporation is: Richard R. O'Donnell, 2215 Robel Trail, Clermont, Florida 34711

and

Robin A. O'Donnell, 2215 Robel Trail, Clermont, Florida 34711

ARTICLE IX - SPECIAL PROVISION

The stock of this corporation is intended to qualify under Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, I have subscribed my name this 26th day of May, 1995.

Richard R. O'Donnell
RICHARD R. O'DONNELL

Robin A. O'Donnell
ROBIN A. O'DONNELL

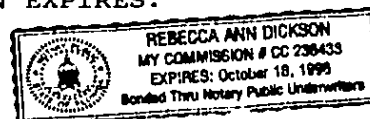
STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 26 day of May, 1995, by **RICHARD R. O'DONNELL** and **ROBIN A. O'DONNELL** who are personally known to me X or who have produced _____ as identification and did not take an oath.

Rebecca Ann Dickson
NOTARY PUBLIC, STATE OF FLORIDA

REBECCA ANN DICKSON
PRINTED NAME OF NOTARY PUBLIC

MY COMMISSION EXPIRES:



CONSENT OF REGISTERED AGENT

I heroby am familiar with and accept the duties and responsibilities as Registered Agent for CIBASE SYSTEMS, INC.

Dated this 26th day of May, 1995.


ROBIN A. O'DONNELL

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