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PRESTICE HALL
LEGAL & FINANCIAL SERVICES

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12-0393
05 JUN 1995 PM 4
LITIGATION CORP
700001523587

ACCOUNT NO. : 072100000032

REFERENCE : 626635 9652A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Handwritten signature: Patricia Pizzuto

ORDER DATE : June 26, 1995

ORDER TIME : 2:52 PM

700001523587

ORDER NO. : 626635

CUSTOMER NO: 9652A

CUSTOMER: Angelo P. Demos, Esq
ANGELO P. DEMOS, ESQ

Suite 1700
1101 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: LITIGATION MANAGEMENT SYSTEMS,
INC.

FILED
95 JUN 26 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN JUN 27 1995

ARTICLES OF INCORPORATION
OF
LITIGATION MANAGEMENT SYSTEMS, INC.

FILED
95 JUN 26 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be: LITIGATION MANAGEMENT SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common (\$5.00) par value common stock.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The principal address and registered office address of this corporation is 1101 Brickell Avenue, Suite 1700, Miami, FL 33131 and the name of the initial registered agent of this corporation at that address is Angelo P. Demos.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have, not less than one (1) director and not more than three (3). The business of the corporation shall be managed by the stockholders of the corporation. The name of the initial director of this corporation and their street address is: Steven P. Jones, 435 Bainbridge Street, Philadelphia, PA 19147.

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any officer or agent, or any former officer or director, to the full extent permitted by law.

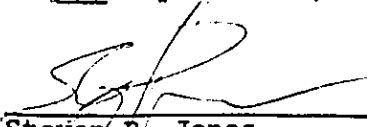
ARTICLE VIII - AMENDMENT

The stockholders have the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the issued and outstanding shares of the stock of the corporation.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles is:
Steven P. Jones, 435 Bainbridge Street, Philadelphia, PA 19147.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 21 day of June, 1995.



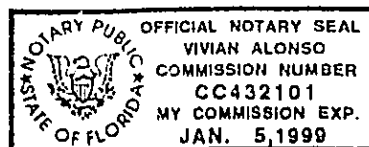
Steven P. Jones
435 Bainbridge St.
Philadelphia, PA 19147

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21st day of June, 1995 by Steven P. Jones who is personally known to me or produced Driver's license as identification.



NOTARY PUBLIC



**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 office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

LITIGATION MANAGEMENT SYSTEMS, INC.

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

ANGELO P. DEMOS

(NAME)

1101 BRICKELL AVENUE, SUITE 1700

(P.O. Box Not Acceptable)

MIAMI, FLORIDA 33131

(CITY/STATE/ZIP)

SIGNATURE _____

STEVEN P. JONES

TITLE President

DATE 6-21-95

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95 JUN 26 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

ANGELO P. DEMOS

DATE 6-21-95

REGISTERED AGENT FILING FEE: \$35.00

995000049793

THOMAS M. ERVIN, JR.
C. EVERETT BOYD, JR.
MELISSA FLETCHER ALLAMAN
ROBERT M. ERVIN, JR.
J. STANLEY CHAPMAN
PAMELA K. FRAZIER
ELIZABETH FLETCHER DUFFY

ERVIN, VARN, JACOBS & ERVIN
ATTORNEYS AT LAW
305 SOUTH GADSDEN STREET
P.O. DRAWER 1170 (32302)
TALLAHASSEE, FLORIDA 32301
TELEPHONE (904) 224-9138
TELECOPIER (904) 222-9164

COUNSEL CONSULTANT
ROBERT M. ERVIN

OF COUNSEL
WILFRED C. VARN
JOSEPH C. JACOBS
RICHARD W. ERVIN
MARILYN K. MORRIS

LEROY COLUNS
(1908-1991)

July 23, 1996

VIA HAND DELIVERY

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*****96.25 *****96.25

Division of Corporations
Florida Secretary of State
Tallahassee, FL

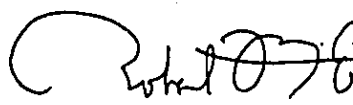
RE: Litigation Management Systems, Inc.

Gentlemen:

Herewith are Articles of Amendment to be filed with the Florida Secretary of State, Division of Corporations, as well as a copy of same. Please utilize the copy to provide us with a file stamped copy of the amendment. Also provide to us a certified copy of the amendment and a certificate of status. Litigation Management's check in the amount of \$96.25 is enclosed, representing payment of the fees for the requested services.

Should you have any questions, please do not hesitate to call.

Sincerely,


Robert M. Ervin Jr.

RMEJr/bc
Enclosures

cc: Timothy J. Schipske, Esq.

RECEIVED
95 JUL 23 1996
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

95 JUL 23 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOV 9/96
CALL when Ready

Litigation Management Systems, Inc.

c/o Samuel M. Brint C.P.A.
Lafayette Building Suite 705
437 Chestnut Street
Philadelphia, PA. 19106-2412
Phone 215-627-7188

July 18, 1996

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

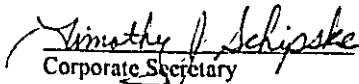
Re: AMENDMENT OF ARTICLES OF INCORPORATION

Dear Sir/Madam:

Enclosed please find a copy of Litigation Management Systems Inc.'s Articles of Amendment. Please note that the Name of the Corporation is to be Amende to read IC2 Solutions Inc. Further, please note that the amount of Capital Stock has been increased from 100 Shares to 50,000,000 Shares with no par value.

Thank you for your anticipated consideration in this matter. If you have any questions please do not hesitate to contact me at the above telephone number.

Very truly yours,
Timothy J. Schipske Esq.


Corporate Secretary

TJS\spj

Enc. 1

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

LITIGATION MANAGEMENT SYSTEMS, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE 1 has been Amended to read IC2 Solutions Inc.

Article IV has been Amended to reflect the Corporation's intent to authorize 50 million shares of Capital Stock with no par value

FILED
96 JUL 23 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

THIRD: The date of each amendment's adoption: May 22, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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):
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____ the Officers Trust _____ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 18 of July, 19 96.

Signature Timothy J. Schipske
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Timothy J. Schipske
Typed or printed name

Secretary
Title