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August 3, 1995

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

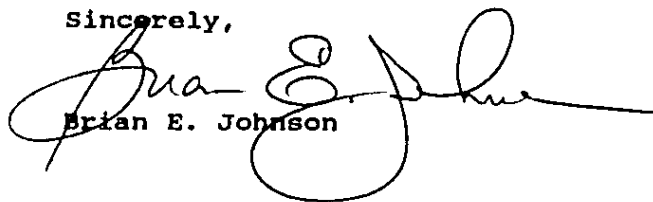
Re: M.C.T. South, Inc.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation of M.C.T. South, Inc. along with a check in the amount of \$70.00 for filing fee. Please file the Articles of Incorporation and return a certified copy to us in the enclosed envelope.

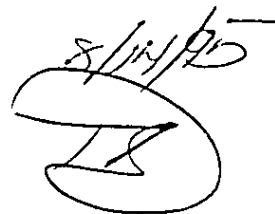
Thank you for your attention in this matter. If you have any questions, please do not hesitate to contact this office.

Sincerely,


Brian E. Johnson

BEJ/klk
Enclosures
cc: Mike Coughlin, President

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*****70.00 *****70.00

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ARTICLES OF INCORPORATION

OF

M.C.T. SOUTH, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract, and hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be M.C.T. SOUTH, INC..

ARTICLE II - NATURE OF BUSINESS

The purpose of this Corporation is to engage in every aspect of computer software and automation of manual equipment as well as all faces of the marketing of computer software and hardware and engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 7000 shares of common stock, each share having \$.01 par value per share.

ARTICLE VI - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 1101 South Belcher Road, Largo, Florida 34641, and the name of the initial registered agent of this Corporation at that address is 1101 South Belcher Road, Largo, Florida 34641.

ARTICLE VI - DIRECTORS

The number of Directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

NAME	ADDRESS
MIKE COUGHLIN	1101 South Belcher Road Largo, Florida 34641
WENDY COUGHLIN	1101 South Belcher Road Largo, Florida 34641

These persons named as Directors of the Corporation are of full age and residents of the United States.

ARTICLES VIII - INITIAL OFFICERS

The Corporation's initial officers shall be as follows:

NAME	ADDRESS
MIKE COUGHLIN, President	1101 South Belcher Road Largo, Florida 34641
WENDY COUGHLIN, Vice President	1101 South Belcher Road Largo, Florida 34641
WENDY COUGHLIN, Secretary	1101 South Belcher Road Largo, Florida 34641
MIKE COUGHLIN, Treasurer	1101 South Belcher Road Largo, Florida 34641

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is MIKE COUGHLIN, whose address is 1101 South Belcher Road, Largo, Florida 34641.

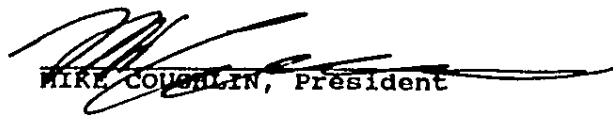
ARTICLE X - BY-LAWS

The initial By-Laws of the Corporation shall be adopted by the Board of Directors at the organizational meeting; thereafter the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders of the Corporation.

ARTICLE XI - PRINCIPAL OFFICE

The principal office of this Corporation shall be 1101 South Belcher Road, Largo, Florida 34641.

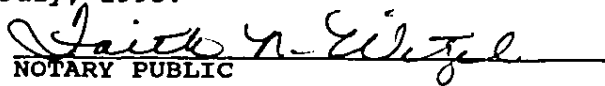
IN WITNESS WHEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 2nd day of ^{Aug} ~~July~~, 1995.


MIKE COUGHLIN, President

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared MIKE COUGHLIN, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State of named above this 2nd day of ^{Aug} ~~July~~, 1995.


NOTARY PUBLIC

My Commission Expires:  FAITH R. WITZEL
February 7, 1998
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

MIKE COUGHLIN

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That M.C.T. South, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Largo, County

of Pinellas, State of Florida, has named MIKE COUGHLIN located at 1101 South Belcher Road, Largo, Florida 34641, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


MIKE COUGHLIN
as Registered Agent