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TALLAHASSEE, FL 32301
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PREMIER
LEGAL & FINANCIAL SERVICE

RECEIVED
96 JAN 18 11:12 AM
DIVISION OF CORPORATION

ACCOUNT NO. # 07210003003E

REFERENCE # 010407 014440

AUTHORIZATION #

COST LIMIT # \$ FPD

ORDER DATE # January 10, 1996

ORDER TIME # 10:17 AM

ORDER NO. # 010407

CUSTOMER NO# 014440

CUSTOMER# John Latshaw, Jr., Esq
PATTERSON & GREEN

Suite A
3010 S. Third Street
Jacksonville, FL 32250

EFFECTIVE DATE
JAN 17 1996

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-01/18/96--01077--006
****122.50 ****122.50

DOMESTIC FILING

NAME: ARNAU & ASSOCIATES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN JAN 19 1996

FILED
96 JAN 18 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JAN 17 1996

ARTICLES OF INCORPORATION
OF
ARNAU & ASSOCIATES, INC.

96 JAN 18 AM 11:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Corporate Name. The name of the corporation is Arnau & Associates, Inc.

ARTICLE II: Corporate Existence. The corporation shall exist for perpetuity commencing as of the execution of these Articles.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of providing computer products, services and warranties, including, but not limited to electronic cartridge recharge products and services and for any and all lawful business allowed under the State of Florida or the United States of America.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 per share.

ARTICLE V: Initial Registered Office and Agent. The street address of the initial registered officer of the corporation is John H. Latshaw, Jr., 3010 South Third Street, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address of this corporation is John H. Latshaw, Jr.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 10020 Leisure Lane North, Jacksonville, FL 32256.

ARTICLE VII: Initial Board of Directors. This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

George H. Arnau
10020 Leisure Lane North
Jacksonville, FL 32256

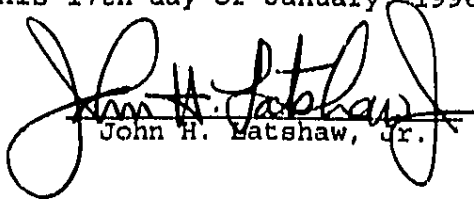
ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is John H. Latshaw, Jr., 3010 South Third Street, Suite B, Jacksonville Beach, Florida 32250.

ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: Corporate Reservation. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares held by any shareholder who does not exercise it and the shareholder must pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares and inviting the shareholders to exercise their preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of written notice from the corporation.

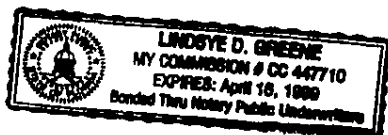
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of January, 1996.

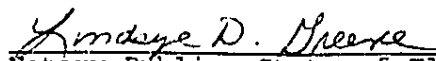

John H. Latshaw, Jr.

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared John H. Latshaw, Jr., to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

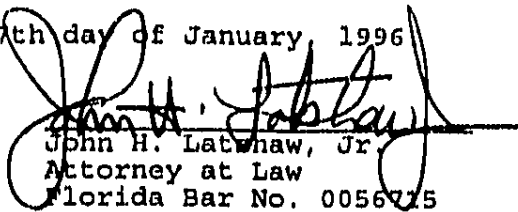
WITNESS my hand and seal this 17th day of January, 1996




Notary Public, State of Florida
My Commission Expires:

HAVING BEEN NAMED to accept service of process for Arnau & Associates, Inc. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this 17th day of January, 1996


John H. Latchaw, Jr.
Attorney at Law
Florida Bar No. 0056725
Patterson & Green, P.A.
3010 South Third St., Ste A
Jacksonville Beach, FL 32250
(904) 247-1770

corp\arnau.art

FILED
96 JAN 18 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-233-0171

800-344-8086

P96000005914



networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 185757 81444A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 12, 1996

ORDER TIME : 10:47 AM

ORDER NO. : 185757-005

CUSTOMER NO: 81444A

CUSTOMER: John Latshaw, Jr., Esq
Patterson & Green
Suite A
3010 S. Third Street
Jacksonville, FL 32250

8000002027278--9
-12/12/96--01033--029
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: ARNAU & ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

NS
PRG
12/12

FILED
96 DEC 12 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 12 PM 11:22
OFFICE OF THE CLERK OF THE SUPREME COURT

ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARNAU & ASSOCIATES, INC.

FILED
55 DEC 12 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

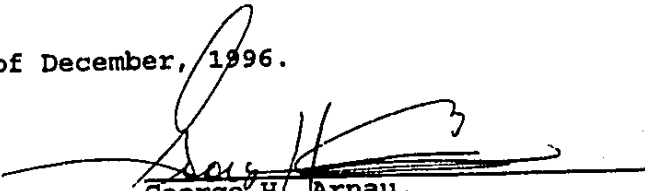
Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article I is amended to reflect that the corporation has changed its name from ARNAU & ASSOCIATES, INC., to TITAN BUSINESS SERVICES, INC., and the principal office and mailing address of the corporation shall be the same.

SECOND: The date of the Amendment's adoption is December 10, 1996.

THIRD: The Amendment is adopted by the Board of Directors without shareholder action, and shareholder action was not required.

Signed this 10th day of December, 1996.


George H. Arnau,
President/Director