

4340257 REFERENCE : 012306

* HOTTORIZATION *

COST LIMIT # # PPD

ORDER DATE I January 19, 1996

ORDER TIME . 11:E0 AH

ORDER NO. 812386

CUSTOMER NO# 4340257

CUSTOMER: Jeanne E. Helton, Esq

SMITH, HULSEY & BUSEY

225 Water St. / Ste. 1800 First Union National Bank Twr.

Jacksonville, FL 32202

DOMESTIC FILING

MAME:

INTERACTIVE COMPUTER SOFTWARE,

INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

Andrea C. Mabry CONTACT PERSON:

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF InterActive Computer Software, Inc.

96 JAN 19 PH 3. 41

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-NAME

The name of this Corporation is InterActive Computer Software, Inc.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 2504 Manorwood Drive, Melbourne, Florida 32901.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock with a par value of \$.01 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Hansel Byron Mead, 2504 Manorwood Drive, Melbourne, Florida 32901.

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are Jeanne E. Helton, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE VII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this /3 day of gammay, 1996.

JEANNE E. HELTON

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Statutes, InterActive Computer Software, Inc., organized und Che laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- The name of the Corporation is InterActive Computer 1. Software, Inc.
- The name and address of the registered agent and office are Hansel Byron Mead, 2504 Manorwood Drive, Melbourne, Florida 32901.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HANSEL BYRON MEAD HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. HANSEL BYRON MEAD FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

an 13.1996 Date:

161392