

1201 HAYS STREET
DAYTONA BEACH, FL 32114
800-342-7000
P96000061134



PREMIER HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 027155 82694A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 22, 1996

ORDER TIME : 12:09 PM

ORDER NO. : 027155

CUSTOMER NO: 82694A

CUSTOMER: Richard J. Osterndorf, Esq.
OSTERNDORF & ASSOCIATES, INC.

327 South Palmetto Avenue

Daytona Beach, FL 32114

000001900600
-07/22/96--01041--0213
***122.50 ***122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 22 PM 3:21

DOMESTIC FILING

NAME: INSIGHT SOFTWARE CORPORATION

EFFECTIVE DATE:

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: Lori R. Dunlap

EXAMINER'S INITIALS:

RECEIVED
95 JUL 22 PM 1:07
DIVISION OF CORPORATIONS

LR
7/22/96

**ARTICLES
OF
INCORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 22 PM 3:21

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

INSIGHT SOFTWARE CORPORATION

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, including but not limited to:

The owning, leasing, hiring, operating, selling, vending, purchasing, acquiring, and otherwise dealing in software, electronic equipment, communications equipment and all other equipment incidental thereto.

Any type of construction, development or sale of real or personal property herein the State of Florida; as well as all business activities related thereto, or which may be necessary, advantageous or proper in the conduct of the business; to exercise generally such powers as may be incidental to or convenient for the purposes and business of the corporation; and to have, exercise and enjoy all the rights and privileges of a corporation for profit under the laws of the State of Florida; it being expressly provided

that the foregoing enumerated powers shall not be held to limit or restrict the general powers of the corporation.

ARTICLE III

The maximum number of shares of stock this corporation may issue is one thousand shares of common stock, which shall be the common stock of \$1.00 par value. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

ARTICLE IV

The amount of capital with which this corporation shall begin is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial principal office of said corporation shall be:
109 North St. Andrews Drive, Ormond Beach, Florida 32174

The registered agent is:

LOUIS J. POLITO

whose address is:

109 North St. Andrews Drive, Ormond Beach, Florida 32174

ARTICLE VII

That the business of the corporation shall be managed by the stockholders of the corporation. The board of directors shall initially consist of one member, who is:

LOUIS J. POLITO

The said corporation may have additional members on the board of directors, as may be authorized in the bylaws of the corporation. The address for the above is:

109 North S. Andrews Drive, Ormond Beach, Florida 32174

ARTICLE VIII

The name and business address of the person signing these Articles of Incorporation as subscriber is as follows:

LOUIS J. POLITO

109 North St. Andrews Drive, Ormond Beach, Florida 32174

ARTICLE IX

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

ARTICLE X

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.



LOUIS J. POLITO

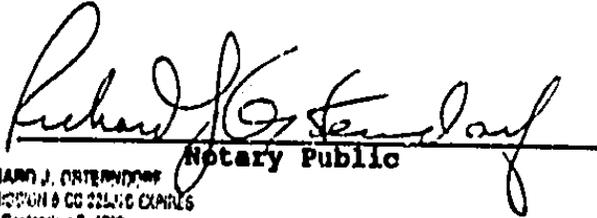
STATE OF FLORIDA
COUNTY OF VOLUSIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 22 P11 3:21

Before me, the undersigned authority, personally appeared LOUIS J. POLITO, well known to be the person described in and who subscribed the foregoing Articles of Incorporation and he freely and voluntarily acknowledged before that he made and subscribed the foregoing for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Daytona Beach, in said County and State, this 15th day of July, 1996.


Notary Public



RICHARD J. OSTERMEYER
MY COMMISSION & CO SEALING EXPIRES
October 2, 1999
BONDED FROM TROY FARMERSVILLE, INC

ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept Service of Process for Insight Software Corporation at the place designated in Article VI of the Articles of Incorporation, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open said office.


Louis J. Polito