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Jerry Woloszczuk  
1252 Raintree Lane  
Wellington, Fl. 33414  
(407) 790-0815

August 19, 1996

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

100001992681  
-08/27/96--01075--0002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Software Consultants Group, Inc.  
Articles of Incorporation

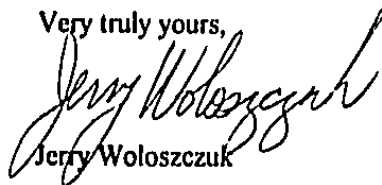
Dear Sir or Madam:

Enclosed please find executed Articles of Incorporation for Software Consultants Group, Inc.

To cover filing fees, also enclosed is a check for \$122.50.

Please contact the undersigned if you require any further information.

Very truly yours,

  
Jerry Woloszczuk

AUG 28 1996

BSB

FILED  
26 AUG 26 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SOFTWARE CONSULTANTS GROUP, INC.**

**FILED**  
96 AUG 26 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles.

**ARTICLE I. Name.** The name of the corporation is:

**Software Consultants Group, Inc.**

**ARTICLE II. Term of Existence.** This corporation shall have perpetual existence.

**ARTICLE III. Nature of Business.** This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

**ARTICLE IV. Capital Stock.** This corporation is authorized to issue One hundred (100) shares with a par value of One Dollar (\$1.00) per share of common stock.

**ARTICLE V. Voting Rights.** Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI. Initial Registered Office and Agent.** The street address of the initial registered offices of this corporation is:

**1252 Raintree Lane  
Wellington, Fl. 33414**

and the name of the initial registered agent of this corporation at that address is:

**Jerry Woloszczuk**

**ARTICLE VII. Principal Office.** The street address of the principal office of this corporation is:

**Software Consultants Group, Inc.  
4798 Chariot Circle  
Lake Worth, Fl. 33463**

**ARTICLE VIII. Initial Board of Directors.** The corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director of this Corporation is:

**Douglas A. Tompkins  
4798 Chariot Circle  
Lake Worth, Florida 33463**

**ARTICLE IX. Officers.** The initial officer of the corporation will be:

**Douglas A. Tompkins, President  
4798 Chariot Circle  
Lake Worth, Florida 33463**

**ARTICLE X. Incorporator.** The person signing these Articles of Incorporation has the following name and address:

**Douglas A. Tompkins  
4798 Chariot Circle  
Lake Worth, Florida 33463**

**ARTICLE XI. By-Laws.** The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XII. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 23 day of August, 1996.

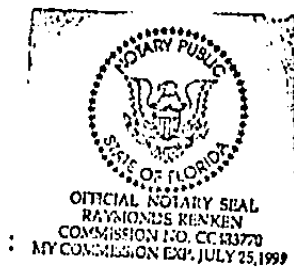
  
Douglas A. Tompkins

**STATE OF FLORIDA**

**COUNTY OF PALM BEACH**

**BEFORE ME**, the undersigned authority, personally appeared Douglas A. Tompkins, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purposed therein expressed.

**WITNESS** my hand and official seal this  
23 day of August, 1996.

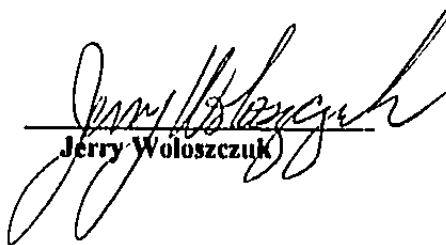


  
Notary Public

**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

To: Secretary of State  
State of Florida  
Division of Corporations  
Department of State  
Tallahassee, FL 32304

I, **Jerry Woloszczuk**, do hereby consent to serve as Registered Agent  
for the Corporation, this 19 day of August, 1996.

  
Jerry Woloszczuk

**Address of Registered Agent:**

Jerry Woloszczuk  
1252 Raintree Lane  
Wellington, Fl. 33414

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96 AUG 26 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA