

P96000078209

TARY L. NIXON
ATTORNEY AT LAW
224 E. Intendencia Street
Pensacola, FL 32501
(904) 433-6507
(904) 438-5040 Fax

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 AM 9:57

September 18, 1996

Division of Corporations
Department of State
409 E. Gaines St
Tallahassee, FL 32314

Re: Innovative Data Technologies, Inc.

Gentlemen,

Enclosed is the signed original and one signed copy of the Articles of Incorporation of the above corporation. I have also enclosed a check in the amount of \$122.50 for the filing and certified copy fees and registered agent.

Please process this at your earliest opportunity and return the certified copy of the Articles to my office.

If you have any questions, please call me collect at the above phone number.

Sincerely,


Tary L. Nixon

cc: client

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****122.50 ****122.50

D. BROWN SEP 20 1996

ARTICLES OF INCORPORATION
OF

INNOVATIVE DATA TECHNOLOGIES, INC.

We, the undersigned, hereby associate ourselves together for the purposes of becoming a corporation for profit under the laws of the State of Florida.

FIRST: The name of the Corporation is Innovative Data Technologies, Inc.

SECOND: The office of the corporation is to be located at 224 E. Intendencia St., Pensacola, Florida, 32501.

THIRD: The purposes for which the corporation is to be formed and the general nature of the corporation's business shall be to develop and market computer software and hardware and for other related general business activities.

The above powers are not limitations, but the corporation shall have any and all additional general powers to transact lawful business which under the Florida General Corporation Act of the State of Florida and a liberal construction of the above powers can be granted to a corporation of this nature.

FOURTH: The amount of the capital stock of the corporation shall be 200 shares at \$1.00 par value.

FIFTH: The amount of capital with which the corporation shall begin business will be \$1,000.

SIXTH: The names and post office addresses of the officers of the corporation until the first annual meeting of the stockholders are as follows:

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NAMES	OFFICE HELD	ADDRESSES
Gary L. Trice	President	289 Chestnut St Pensacola, Fl 32506
Irene M. Powell	Treasurer	117 SE Gilliland Pensacola, Fl 32507
Betty Rutherford Carrier	Secretary	4520 Havre Way Pensacola, FL 32505

SEVENTH: The names and post office addresses of each Incorporators are:

NAMES	ADDRESSES
Gary L. Trice	289 Chestnut St Pensacola, Fl 32506
Betty Rutherford Carrier	4520 Havre Way Pensacola, Fl 32505

EIGHTH: The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director is:

Gary L. Trice	289 Chestnut ST Pensacola, Fl 32506
Betty Rutherford Carrier	4520 Havre Way Pensacola, Fl 32505

NINTH: The street address of the initial Registered Office of the Corporation is 224 E. Intendencia St, Pensacola, Fl., 32501 and the name of its initial Registered Agent at that address is Tary L. Nixon.

TENTH: The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 AM 9:57

ELEVENTH: The duration of the corporation is to be perpetual.

IN WITNESS WHEREOF, we have made, signed and acknowledged these Articles of Incorporation this 18th day of September, 1996.

Gary L. Trice
Betty Ruthford Carrier

STATE OF FLORIDA
COUNTY OF ESCAMBIA

On the day above shown, before me personally appeared, Gary L. Trice and Betty Ruthford Carrier, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of September, 1996.

Carmen R. Daganzo
CARMEN R. DAGANZO
Notary Public, State of
Florida at Large
My commission expires:

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

OFFICIAL NOTARY SEAL
CARMEN R. DAGANZO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC316572
MY COMMISSION EXP. SEPT 12, 1997

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
Date: September 18, 1996

P96000078209

J. EDWARD HOPKINS

ATTORNEY AT LAW

201 S. MAYLEN SUITE B

PENNAACOLA, FLORIDA 32078

TELEPHONE:
(904) 422-7428

MAILING ADDRESS:
P.O. BOX 12888

October 3, 1996

Sandra B. Mortham
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500001360001
-10/03/96-01134-006
*****35.00 *****35.00

RE: INNOVATIVE DATA TECHNOLOGIES, INC.
Amended Articles of Incorporation

Dear Secretary Mortham:

Enclosed please find the original and one copy of the Amended Articles of Incorporation for INNOVATIVE DATA TECHNOLOGIES, INC. Additionally, please find enclosed the \$35.00 filing fee. Please file the original and return the stamped copy to this office at the address listed above.

The shares of stock in this corporation have not yet been issued and the signatures on these Amended Articles of Incorporation represent two of the three directors and incorporators of the corporation. Please let me know if you have any questions.

With kind regards, I am,

Very truly yours,

J. EDWARD HOPKINS

JEH/zlb
Enclosures

cc: Ms. Betty R. Carrier

Amend

VS OCT 30 1996

FILED
36 OCT 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 16, 1996

J. EDWARD HOPKINS
201 S. BAYLEN, SUITE B
PENSACOLA, FL 32575

SUBJECT: INNOVATIVE DATA TECHNOLOGIES, INC.
Ref. Number: P96000078209

RECEIVED
96 OCT 24 AM 7:51
DIVISION OF CORPORATIONS

We have received your document for INNOVATIVE DATA TECHNOLOGIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 896A00047427

Por Florida Statute §607.1006, these amendments to the Articles of Incorporation were all adopted on October 3, 1996, by the original incorporators (2) and original directors (2) who also are signing these amended articles. Shareholder approval is not necessary because there are no shareholders at this time, nor is it necessary.

AMENDED ARTICLES OF INCORPORATION
OF
INNOVATIVE DATA TECHNOLOGIES, INC.

FILED
OCT 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The purpose of these Amended Articles of Incorporation are to change the following Articles, and to add an addition Article:

ARTICLE I -- Name

The name of the Corporation is INNOVATIVE DATA TECHNOLOGIES, INC.

ARTICLE II -- Registered Office

The office of the Corporation is to be located at 111 South Baylen Street, Pensacola, Florida 32501.

ARTICLE IV -- Capital Stock

The amount of the capital stock of the Corporation shall be Ten Thousand (10,000) shares at One Dollar (\$1.00) par value common stock, which shall be designated "common shares". Any and all such "common shares" shall be one class only.

ARTICLE V -- Street Address &
Initial Registered Agent

The Street Address of the ~~initial~~ registered office of the Corporation is 111 South Baylen Street, Pensacola, Florida 32501, and the name of the ~~initial~~ registered agent at that address is GARY L. TRICE.

ARTICLE XII -- Pre-Emptive Rights

Every shareholder upon the sale for cash for any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

IN WITNESS WHEREOF, we have made, signed and acknowledged these Amended Articles of Incorporation this 3rd day of October, 1996.

Gary L. Trice
GARY L. PRICE

Betty Rutherford Carrier
BETTY RUTHERFORD CARRIER

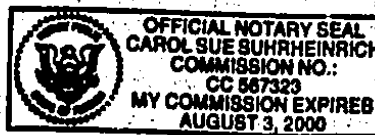
STATE OF FLORIDA)

COUNTY OF ESCAMBIA)

BEFORE ME, the undersigned authority, personally appeared GARY L. TRICE and BETTY RUTHERFORD CARRIER, each personally known to me or who has each produced drivers license and drivers license as identification, and acknowledged before me that they executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid on this 3rd day of October, 1996.

Carol Sue Suhrheinrich
NOTARY PUBLIC - STATE OF FLORIDA
(SEAL) Printed Name: _____
Commission No.: _____
Commission Expires: _____



AMENDED DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
INNOVATIVE DATA TECHNOLOGIES, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, INNOVATIVE DATA TECHNOLOGIES, INC., having filed its Amended Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 111 South Baylen Street, Pensacola, Florida 32501, has named GARY L. TRICE, located thereat as its registered agent to accept service of process within this State.

Gary L. Trice
GARY L. TRICE,
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of the State of Florida applicable thereto.

Gary L. Trice
GARY L. TRICE,
Registered Agent