

P96000082085

ANDREW B. BOWLER

200 South Ocean Boulevard #132 • Delray Beach, Florida 33483

September 30, 1996

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-10/01/96--01172--008
****122.50 ****122.50

To: New Filing Section

Attached is the "Articles of Incorporation" document as required to establish a corporation in the state of Florida. The format used was recommended by your office via telephone on September 30, 1996. The corporate name requested is; *Information Works, Inc.*

Also provided is a check in the amount of \$122.50. Please return a certified document to the corporate address of record. This will be necessary for banking purposes, etc.

Note, an amendment may be filed to the original article(s) to reflect an adjustment in Article #3, Number of shares authorized

Your assistance in expediting this request is appreciated.

Sincerely,



Andrew B. Bowler

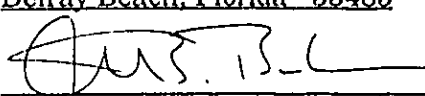
Enclosure

FILED
CLERK OF STATE
CORPORATIONS
96 OCT -1 PM 11:32

ag 10/4/96


Articles of Incorporation

FLORIDA
STATE
INCORPORATIONS
96 OCT -1 11:11:32

Article #1 Name - Information Works, Inc.
Article #2 Principle Address: 200 South Ocean Boulevard, #132, Delray
Beach, Florida 33483
Article #3 Number of Shares Authorized by Corporation one (1)
Article #4 Registered Agent, Andrew B. Bowler
200 South Ocean Boulevard, #132
Delray Beach, Florida 33483
Article #5 Incorporated, Andrew B. Bowler
200 South Ocean Boulevard, #132
Delray Beach, Florida 33483

Andrew B. Bowler 09/30/96
Date

* Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


Andrew B. Bowler 09/30/96
Date

10/11/96

407 241 3815

RUTHERFORD, MINERLEY & MULHALL, P.A.

0001

10/10/96
2:41 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000014304 5))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: RUTHERFORD, MINERLEY & MULHALL, P.A.
075753002301

ACCT#:

CONTACT: KATHLEEN M GOODRICH
PHONE: (407) 241-1600
(407) 241-3815

FAX #:

NAME: INFORMATION WORKS, INC.
AUDIT NUMBER.....H96000014304
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES.....5
DEL.METHOD...FAX
EST.CHARGE...\$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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96 OCT 11 PM 1:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/11

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96 OCT 11 PM 12:25
FAX

10/11/96
922-3709

11:52 407 241 3815 RUTHERFORD, et al.
10/11/96 08:37 Fl. Dept. of State pl 7/1

2002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 11, 1996

INFORMATION WORKS, INC.
200 SOUTH OCEAN BLVD. #132
DELRAY BEACH, FL 33483

SUBJECT: INFORMATION WORKS, INC.
REF: P96000082085

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H96000014304
Letter Number: 896A00046333

10/11/96
resend 1st pg only w/
letter to change name

Fax Audit Number: H96000014304

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
INFORMATION WORKS, INC.**

FILED
96 OCT 11 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President and Incorporator of INFORMATION WORKS, INC., a Florida corporation, Document Number P96000082085, ("Corporation"), do hereby make, subscribe, file and acknowledge these Amended and Restated Articles of Incorporation for the purpose of continuing a corporation under the Florida Corporation Act.

The Articles of Incorporation of the Corporation filed with the Florida Department of State on October 1, 1996 ("Original Articles") were amended by the corporate action of the sole incorporator of the corporation on October 8, 1996 pursuant to Section 607.1005 of the Florida Statutes and therefore shareholder action was not required ("Corporate Action"). Pursuant to the Corporate Action, Articles 1 through 5 of the Original Articles were deleted in their entireties and are amended modified as hereinafter set forth. The Original Articles are hereby superseded in their entirety and replaced by these Amended and Restated Articles of Incorporation.

ARTICLE #1

The name of this Corporation is InformationWorks, Inc.

ARTICLE #2

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporations Act as presently in effect and as it may be amended from time to time in the future.

Prepared By:
CHARLES E. RUTHERFORD, ESQ.
FLORIDA BAR NO. 135256
2600 N. Military Trail
Fourth Floor
Boca Raton, FL 33431
(561) 241-1600

Fax Audit No. H96000014304

Fax Audit Number: H96000014304

ARTICLE #3

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100 at \$1.00 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE #4

The street address of the Corporation shall be 200 South Ocean Blvd #132, Delray Beach, FL 33483.

The name of the Corporation's initial registered agent is ANDREW B. BOWLER, 200 South Ocean Blvd #132, Delray Beach, FL 33483.

ARTICLE #5

The number of Directors constituting the initial Board of Directors of this Corporation is two. The names and street addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Andrew B. Bowler President	200 South Ocean Blvd #132 Delray Beach, FL 33483
Elizabeth R. Caragol Bowler Secretary/Treasurer	200 South Ocean Blvd #132 Delray Beach, FL 33483

The initial Directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of Directors which occurs between annual meetings.

ARTICLE #6

The name and address of the Incorporator are ANDREW B. BOWLER, 200 South Ocean Blvd #132, Delray Beach, FL 33483.

Fax Audit Number: H96000014304

RUTHERFORD, MULHALL & WARCO

PROFESSIONAL ASSOCIATION

Fax Audit Number: H96000014304ARTICLE #7

It is the intention of the Corporation to indemnify its Officers, Directors, employees and agents to the extent permitted by Section 607.014, Florida Statutes.

ARTICLE #8

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE #9

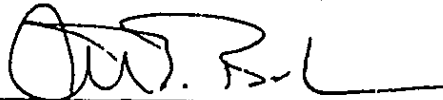
Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

The Shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the By-Laws.

ARTICLE #10

The Corporation, its Shareholders, or any combination of the Corporation and its Shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 9 day of October, 1996.



ANDREW B. BOWLER, Incorporator

Fax Audit Number: H96000014304RUTHERFORD, MULHALL & WARGO


PROFESSIONAL ASSOCIATION

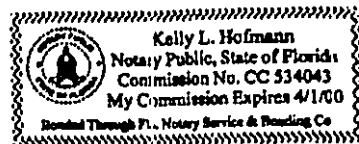
Fax Audit Number: H96000014304

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments, personally appeared ANDREW B. BOWLER to me known to be the person described in and who executed the foregoing Amended and Restated Articles of Incorporation of INFORMATIONWORKS, INC., and he acknowledged before me that he subscribed to these Amended and Restated Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9 day of October, 1996.


Kelly L. Hofmann, Notary Public

Fax Audit Number: H96000014304RUTHERFORD, MULHALL & WARGO

PROFESSIONAL ASSOCIATION

Fax Audit Number: H96000014304

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That INFORMATIONWORKS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 200 South Ocean Blvd, Suite 132, Delray Beach, has named ANDREW B. BOWLER, located at 200 South Ocean Blvd, Suite 132, Delray Beach, FL 33483 as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



ANDREW B. BOWLER, Resident Agent

Fax Audit Number: H96000014304RUTHERFORD, MULHALL & WARGO

PROFESSIONAL ASSOCIATION