# J. CURTIS BOYD, P.A. ATTORNEY AT LAW

117 South Second Street, Suite 208 Fort Pierce, FL 34950

Telephone (407) 468-1004

Facsimile (407) 468-1024

October 4, 1996

**Division of Corporations** Post Office Box 6327 Tallahassee, Florida 32314

10/09/96--01097

STERLING SOLUTIONS GROUP, INC.

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation for STERLING SOLUTIONS GROUP, INC., along with payment in the amount of \$78.75 as prepayment of the required filing fee for the Articles and a returned Certificate of Status. Please forward same to this office.

Thank you very much for your assistance.

Sincerely,

J. Curtis Boyd

enclosures

# ARTICLES OF INCORPORATION

FILED 96 OCT -9 PH 2: 27

OF

STERLING SOLUTIONS GROUP, INC. TA

TALLAHASSEE. FLORIDA

# ARTICLE I. CORPORATE NAME.

The name of this corporation is STERLING SOLUTIONS GROUP, INC.

# ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 19311 NW 89th Court, Miami, FL 33015.

# ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100, with a nominal par value of \$1.00 per share.

#### **ARTICLE IV. DIRECTORS**

The initial number of Directors shall be one, namely John M. Stewart, whose address is 19311 NW 89th Court, Miami, FL 33015.

# ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are J. Curtis Boyd, Esquire, 117 S. 2nd Street, Suite 208, Ft. Pierce, FL 34950.

# ARTICLE VI. INCORPORATOR.

The name and street address of the incorporator of these articles of incorporation are John M. Stewart, whose address is 19311 NW 89th Court, Miami, FL 33015.

#### ARTICLE VII. PURPOSE

This corporation is organized to engage in any lawful purpose.

#### ARTICLE VIII. AGREEMENTS

The corporation or the stockholders may include in their agreement between themselves the following valid matters of agreement:

а. any limitations or restraints upon the transferability, alienation or assignment of stock;

- b. any limitation or restraint upon the encumbrance or pledge of stock;
- c. any agreements conferring pre-emptive right of purchase upon stockholders as conditions precedent to the sale of any stock;
- d. management agreements or other employment agreements with persons who may or may not be stockholders; and
- e. any and all such other agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>30</u> day of September, 1996.

John M. Stewart Incorporator

# **ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligation of Florida Statute § 607.0505.

J. Curtis Boyd. Esa.

CORPORATE ACCESS,

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

INC.

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 14, 1997

Corporate Access, Inc. 1116-D Thomasville Road Mount Vernon Square Tallahassee, FL 32303

SUBJECT: STERLING SOLUTIONS GROUP, INC.

Ref. Number: P96000084248

We have received your document for STERLING SOLUTIONS GROUP, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Your check is unsigned.

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

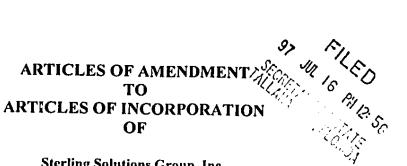
The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If you have any questions concerning the filling of your document, please call (850) 487-6907.

Annette Hogan Corporate Specialist

Letter Number: 897A00036012

O William.



# Sterling Solutions Group, Inc.

Doc. Num: P96000084248 FEI#: 65-0689901

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, adoud or deleted)

Article I: Corpo a. Same to be Changed to: Sterling Technology Group, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

I HIRD: The date	of each amendment's adoption: Article I: July 7, 1997	
FOURTH: Adopt	ion of Amendment(s) (CHECK ONE)	
0	The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.	
a	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	voting group	
0	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Ø	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
The amendment(s) waction was not requir	ras/were adopted by the incorporators without shareholder action and shareholder ed.	
	ned this	
Signature	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OF (By a director if adop, 'd by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	John Stewart Typed or printed name	
	President AND INCorporator Ville	