

**CORPORATE
ACCESS,
INC.**

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

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

WALK IN

PICK UP

11/26/96 1:00 DHS

SECRETARY FILED
DIVISION 26
NOV 26
PM 1:18
STATIONS

☒ **CERTIFIED COPY** _____

CUS

PHOTO COPY

☒ **FILING** Articles

1.) AST Group, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

200002014262--4
-11/26/96--01081--029
***122.50 ***122:50

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

D. BROWN NOV 26 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 26 PM 1:18

ARTICLES OF INCORPORATION OF AST GROUP INC.

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is AST Group Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 4405 Honeybrook Circle, Tampa, Florida 33624.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OF PURPOSES

The general purposes for which the corporation is organized are:

To engage in the business of servicing, developing, and /or consulting in the field of computer software technologies, and related business services.

ARTICLE SEVEN

DIRECTORS

The numbers of directors constituting the corporations initial board of directors is three. The name and address of each person who is to serve as a member of the initial board of directors is:

Dwayne S. Josephon	3217 Alene Street Tampa, Florida 33614
Eric C. Coulter	16062 Dawnview Drive Tampa, Florida 33624
Sherman F. Taylor	4405 Honeybrook Circle Tampa, Florida 33624

ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

Dwayne S. Josephon (Chairman)	3217 Alene Street Tampa, Florida 33614
Eric C. Coulter	16062 Dawnview Drive Tampa, Florida 33624
Sherman F. Taylor	4405 Honeybrook Circle Tampa, Florida 33624

ARTICLE NINE

OFFICERS

The officers of the corporation are:

Sherman F. Taylor, President	4405 Honeybrook Circle Tampa, Florida 33624
Eric C. Coulter, Vice President and Secretary/Treasurer	16062 Dawnview Drive Tampa, Florida 33624

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand, (1,000).

Existing shareholders shall have the first right of refusal with respect to the sale of other existing shareholders' stock. The right of first refusal among existing shareholders shall be determined by number of shares, with priority given to the shareholder with the greatest number of shares. If two or more shareholders have the same number of shares and those shareholders desire to purchase the selling stockholder's stock, the shareholders are entitled to purchase a pro rata portion of the seller's stock.

Sixty months from the date of incorporation existing shareholders will have the right to purchase all shares of stock held by Dwayne S. Josephson in excess of 100 shares (Dwayne S. Josephson shall retain the right to retain 100 shares of stock). Existing shareholders who exercise the right to purchase shares of stock from Dwayne S. Josephson shall pay Dwayne S. Josephson the fair market value of the stock, as determined by a valuation of the corporate stock by an agreed upon independent third party in accordance with generally accepted accounting principles at the time of valuation. The existing stockholders who elect to exercise the right to purchase the stock from Dwayne S. Josephson shall contribute to the purchase and shall receive stock from the purchase on a pro rata basis (the percentage of stock of the purchasing existing shareholder bears to the percentages of stock of all purchasing existing shareholders).

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4405 Honeybrook Circle, Tampa, Florida 33624, and the name of its initial registered agent at such address is Sherman F. Taylor.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 26 PM 1:18


ARTICLE TEN

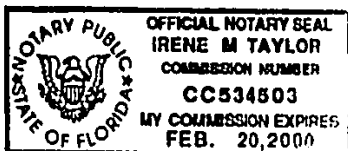
INITIAL STOCK DISTRIBUTION

The initial distribution of one thousand, (1,000) shares of corporate stock will be allocated as follows:

Dwayne S. Josephson	300 Shares
Eric C. Coulter	350 Shares
Sherman F. Taylor	350 Shares

Executed by the undersigned at 9:00 pm on November 21, 1996

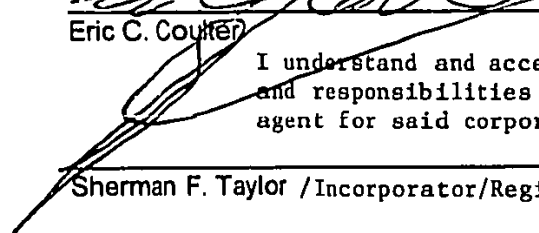

Dwayne S. Josephson



Irene M. Taylor


Eric C. Coulter

I understand and accept the duties and responsibilities as registered agent for said corporation.


Sherman F. Taylor / Incorporator/Registered Agent