## Broad and Cassel ATTORNEYS AT LAW

MURRAY D DIEAR PA MILE ENGAL, P.A. PATENCIA LEBOW, PA C EEN BESIDE, PA BORERT D GATTON, FA BICRARD B MESTARLAND, P.A. C DAVED BROWN, E. P.A. MARWEN & CARREL PA CLITTORD I NERTE PA ALVENT IATTE PA M STEPSIEN TURNER, P.A. MUNIC DATELLO PA DOUGLAS L MANDRIESIES, PA MARTIN & PRESS, P.A. HENGEL A DEBIN PA ANTHONY W PALMA PA NOREW D BAFEDI SARLES & STRATTON, PA IAMES & BLATER PA WELLAN C PHELIPPE PA ALAN S LEDERMAN, PA CABBIEL L BAFERATO, PA DAVED E MILLER PA

ANDREW COTEDS, P.A. LIELLY OVERSTREET PORISON, P.A. BANDAL M. ALLIDOCO, P.A. IAMES I WHEELER PA PEPPERY F GORDON ANDREW B TROMAS FA MARK D TICKER PETER M. CARDILLO, P.A. IACK R. BLEIDTT, P.A. VIRGINA BAILEY JOHNSON, P.A. POER I BOIAS, P.A. JOSE A LANTOS, IB., P.A. HINA & GORDON, P.A. STEVEN BLESON AMY S SCHOSTER, PA DEBORAK IL FORNSON, P.A. BOWALD M CLACKE DA LENGIS SCHILLER, PA ANNE NOVEZ BEARAN, P.A. A JEFFEY BOBDOON, P.A. DALE & BERGMAN, P.A. MARSIALL & HARRE FA

EMACA TAI DAWN LANEFOLD BOWLING KOTCH L ELDEN PAUL AUGULA SETURE 1 PRETTER BARBARA ON CATTLLO BOY & EGRERT MICHAEL P. BERGETT MICHAEL P. HEDO, IR. COURSTONIS USLES DOUGLAS & STANCHER CARY & LEDDAN KILE I KARTAKOI ANDREW A. BESCH EATHERDIE CAFTOR JANE B PALMET BORERT ALPERT, IR. BORRET F MALLETT LETTE P WHITE

TANALA CAINITHAEL LEASTIN F & SCHOLE ROES PARTIE RAMON PETER M. BEDNAMEDT LDGA C PLAZED RODGER MOCHAN MICHARI MANTHE T EEVEN TAYLOR DAVED A BORKETS DEBLAR FUTTER DECOURSE STEWARD CALL & BOSEDI CARLOS O PERNANDEZ EXILT P CAMPOLO NOWARD M. BORDSHON ANDIZA I ROMAZO CAROLDER MORTANTA LUARY M. DOMENTURE TTRONG L LUTHAN

**SUITE 1100** 390 NORTH ORANGE AVENUE ORLANDO, FLORIDA 32801 PO Box 4961 (32802-4961) (407) 839-4200 FAX (407) 425-8377

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> OF CONTROLL HODIAN BROAD, PA IAMES & CARSEL, PA I BUSTON SPEAKED WILLIAM M. BOWLAND, FL. P.A. ALAN M. CERLACK KIDONTH EDELMAN WELLAM P. BUDG RODER LAURENCE

January 8, 1997

#### VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Attention: Ms. Brenda Baker, New Filings Division

RE: AirMotion, Inc.

Specialized Computing, Inc.

Dear Ms. Baker:

Our File Nos. 20090-0001, 20091-000100002056310--2 -01/14/97--01027--002 \*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed for filing are an original and one copy of the Articles of Incorporation for each of AirMotion, Inc. and Specialized Computing, Inc. My secretary called you on December 30, 1996 regarding the status of filing of the Articles of Incorporation for each of the above corporations. We mistakenly thought we had forwarded these documents to the Department of State on December 20, 1996 and forgotten to forward our checks in the amount of \$70.00 each payable to the Florida Department of State to cover the Filing Fee (\$35.00) and the Registered Agent Fee (\$35.00) for each corporation, which checks we then sent by Federal Express to you on December 30th. You stated you would hold the checks and flag the computer system alerting the Division of Corporations to forward the enclosed documents to you for filing. I apologize for any inconvenience this may have caused.

Please acknowledge receipt of the enclosed Articles of Incorporation by date-stamping the copies of the Articles and returning the copies to me in the stamped, self-addressed envelope enclosed for your convenience.

Florida Department of State Division of Corporations Attention: Ms. Brenda Baker January 8, 1997 Page 2

Thank you for your attention to this matter. If you have any questions or comments, please call me immediately.

Sincerely yours,

Douglas E. Starcher

DES:lam Enclosures

## TION INC.

## FILED 97 JAN-9 PH 1:27 SECKLIALLY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION OF SPECIALIZED COMPUTING, INC.

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

#### ARTICLE I - Name

The name of this Corporation shall be:

Specialized Computing, Inc.

#### ARTICLE II - Principal Office

The address of the principal office and the mailing address of the Corporation is 2875 S. Orange Avenue, Suite 500-1105, Orlando, FL 32806.

#### ARTICLE III - Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

#### ARTICLE IV - Capital Stock

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share.

#### ARTICLE V - Term of Existence

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 390 N. Orange Avenue, Suite 1100, Orlando, FL 32801 and the name of the initial registered agent of this Corporation at that address is B & C Corporate Services of Central Florida, Inc.

#### ARTICLE VII - Directors

- A. The initial number of Directors of this Corporation shall be one (1).
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. The name and street address of the initial member of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until his successor is elected or appointed and has qualified, is:

Name

#### Street Address

Brian Haas

2875 S. Orange Avenue Suite 500-1105 Orlando, FL 32806

- F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.
- G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

#### ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

Name

Street Address

Brian Haas

2875 S. Orange Avenue Suite 500-1105 Orlando, FL 32806

#### ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

#### ARTICLE X - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

#### ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE XII - Affiliated Transactions

This Corporation expressly elects not to be governed by the provisions of Florida Statutes Section 607.0901 dealing with affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this \_\_\_\_\_ day of December, 1996.

BRITAN HAAS

CORPORISONS DESCAMIS OR MINOS - 1 IRUs

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of Specialized Computing, Inc.

B & C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.

Randal M. Alxigood, Vice President

FILED PH 1:27
97 JAN-9 PH 1:27
SECANASSEE. FLORIDA

CORPOSSIONE DECLARATE SIR. 941209 - 2 18pm

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