



THE UNITED STATES  
CORPORATION  
COMPANY

997000009186

ACCOUNT NO. : 072100000032

REFERENCE : 247409 4303929

AUTHORIZATION :

COST LIMIT : \$ 87.50

FILED  
97 FEB - 4 PM 1:46  
TALLAHASSEE, FLORIDA

ORDER DATE : February 4, 1997

ORDER TIME : 9:22 AM

ORDER NO. : 247409-005

700002076937--1

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: INTERPRISE TECHNOLOGY  
SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF CORRECTION  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

RECEIVED  
97 FEB - 4 AM 10:39  
DIVISION OF CORPORATION

N. HENDRICKS FEB - 4 1997

**ARTICLES OF CORRECTION  
TO  
ARTICLES OF INCORPORATION  
OF  
INTERPRISE TECHNOLOGY SOLUTIONS, INC.**

**FILED**  
97 FEB -4 PM 1:46  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0124 of the Florida Business Corporation Act (the "Act"), INTERPRISE TECHNOLOGY SOLUTIONS, INC. (the "Corporation"), Charter #97000009186, adopts the following Articles of Correction:

1. Attached hereto as Exhibit A is Articles of Incorporation of the Corporation filed on January 29, 1997 (the "Articles").
2. Article III of the Articles failed to designate preferred stock.
3. Article III of the Articles should be amended and restated in its entirety to read as follows:

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000,000	\$.01	Common
6,000,000	\$.01	Convertible Preferred

**IN WITNESS WHEREOF**, the undersigned being the Incorporator of the Corporation has executed these Articles of Correction as of the 3rd day of February, 1997.

**INTERPRISE TECHNOLOGY SOLUTIONS, INC.**

  
By: Alan R. Twaits, Incorporator

## EXHIBIT A



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 30, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

The Articles of Incorporation for INTERPRISE TECHNOLOGY SOLUTIONS, INC. were filed on January 29, 1997 and assigned document number P97000009186. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

**PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.**

**A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.**

**A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.**

**SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.**

Should you have any questions regarding corporations, please contact this office at the address given below.

Kimberly Rolfe, Document Specialist  
New Filing Section

Letter Number: 397A00004882

Account number: 072100000032

Account charged: 122.50

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of INTERPRISE TECHNOLOGY SOLUTIONS, INC., a Florida corporation, filed on January 29, 1997, as shown by the records of this office.

The document number of this corporation is P97000009186.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Thirtieth day of January, 1997



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

**ARTICLES OF INCORPORATION  
OF  
INTERPRISE TECHNOLOGY SOLUTIONS, INC.**

FILED  
97 JAN 29 AM 11:24  
SEC  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is **INTERPRISE TECHNOLOGY SOLUTIONS, INC.** (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is c/o Alan R. Twaits, 1221 Brickell Avenue, Suite 2200, Miami, Florida 33131.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000,000	\$ 0.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

**ARTICLE VII**

The name of the Incorporator is Alan R. Twaits and the address of the Incorporator is 1221 Brickell Avenue, Suite 2200, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 28 day of January, 1997.

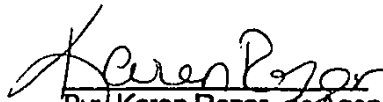


Alan R. Twaits,  
Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of INTERPRISE TECHNOLOGY SOLUTIONS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY



By: Karen Rozar, as Agent  
for Registered Agent

Dated: January 30, 1997

FILED  
97 JAN 29 01:11:24  
TALLAHASSEE, FLORIDA