



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P97000026246

March 13, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SYSTEMS ONLINE INC.
P33326WESYCHI

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-03/18/97--01146--005
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for SYSTEMS ONLINE INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Regina Cephas

Regina Cephas
Vice President

enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 18 AM 10:52

cf 3/25/97

ARTICLES OF INCORPORATION
OF
SYSTEMS ONLINE INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 18 AM 10:52

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the State of Florida do hereby certify the following:

FIRST: The name of the corporation shall be SYSTEMS ONLINE INC.

SECOND: The address of the initial registered office of the corporation is 200-A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is Weston Village, 473 Spinnaker, Ft. Lauderdale, FL 33326.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

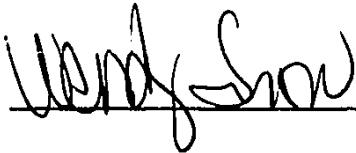
Levi Chickering Weston Village, 473 Spinnaker, Ft. Lauderdale, FL 332326

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Wendy Snow 1313 N. Market St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 10th day of March, 1997.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 10th day of March, 1997 by Wendy Snow.

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

Notary Public

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington DE 19801-1151 (302) 575-0440.

97 MAR 18 AM 10:52

Date _____