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ACCOUNT NO. : 072100000032

REFERENCE : 319007 6099A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED  
97 APR -4 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 4, 1997

ORDER TIME : 9:38 AM

ORDER NO. : 319007-005

CUSTOMER NO: 6099A

*File First*

CUSTOMER: Ms. Laraine C. Charbonneau  
MOYLE FLANIGAN KATZ FITZGERALD  
& SHEEHAN  
625 N. flagler Drive, 9th Floor  
P. O. Box 3888  
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: INSIGHT VENTURES, INC.

700002133827--5

-04/04/97--01070--001

\*\*\*\*157.50 \*\*\*\*\*70.00

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED  
97 APR -4 AM 10:24  
DIVISION OF CORPORATIO

84 APR -4 1997

ARTICLES OF INCORPORATION  
OF  
INSIGHT VENTURES, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I  
Name of Corporation

The name of this Corporation shall be INSIGHT VENTURES, INC. (the "Corporation").

ARTICLE II  
Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 324 Royal Palm Way, Suite 230, Palm Beach, Florida 33480.

ARTICLE III  
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

#### **ARTICLE IV** **Capital Stock**

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

#### **ARTICLE V** **Preemptive Rights**

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI** **Corporate Duration**

This Corporation shall have perpetual duration unless sooner dissolved by law.

#### **ARTICLE VII** **Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is 625 North Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Paul A. Krasker, Esquire.

**ARTICLE VIII**  
**Initial Board of Directors**

This Corporation shall have one (1) director initially. The number of directors maybe increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation are as follows:

Lisa Haisfield      324 Royal Palm Way,  
Suite 230  
Palm Beach, Florida 33480

**ARTICLE IX**  
**By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X**  
**Indemnification**

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**  
**Incorporator**

The name and address of the person signing these Articles are as follows: Lisa Haisfield,  
324 Royal Palm Way, Suite 230, Palm Beach, Florida 33480.

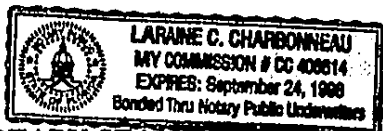
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 5<sup>th</sup> day of March, 1997.

Lisa Haisfield  
Lisa Haisfield

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this      day of March, 1997, by Lisa Haisfield, as Incorporator of Insight Ventures, Inc., on behalf of the Corporation, and she is personally known to me, or has produced                                  as identification and did take an oath.



(NOTARY STAMP)

Laraine C. Charbonneau  
Notary Name: LARAIN C. CHARBONNEAU  
Notary Public  
Serial (Commission) Number  
(if any)                                 

I hereby accept appointment as Registered Agent of INSIGHT VENTURES CORP. as provide in Article VII, hereof.

Paul A. Krasker  
Paul A. Krasker  
Registered Agent

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TALLAHASSEE, FLORIDA