

P97000042910

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2002 MAR 12 PM 1:40
TALLAHASSEE, FLORIDA
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

March 12, 2002

Via Hand Delivery

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

To Whom It May Concern:

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-03/12/02--01063--003
*****43.75 *****43.75

Enclosed for filing, please find **AMENDED AND RESTATED ARTICLES OF INCORPORATION**, along with a check in the amount of \$43.75 for the applicable filing fees and fees to obtain a **CERTIFIED COPY** of the **ARTICLES OF AMENDMENT** for the following entity:

SIMULATION TRAINING APPLICATIONS, INC.

Document Number: P97000042910

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Jill May

Jill W. May, Paralegal

/jwm
Enclosures

Amended, Restated & N.C.
C. Coulliette MAR 12 2002



AMENDED AND RESTATED ARTICLES OF INCORPORATION OF

Engineering & Computer Simulations, Inc.

The undersigned, acting in his capacity as the President of Simulation Training Applications, Inc. (f/k/a Engineering & Computer Simulations, Inc.)(the "Corporation"), a Florida corporation, on behalf of the Corporation, has executed these Amended and Restated Articles of Incorporation, as unanimously approved by the Board of Directors of the Corporation in an action by written consent, pursuant to Florida Statutes Section 607.0821, effective March 11, 2002 and as unanimously approved by the holders of all of the Corporation's capital stock, in an action by written consent, pursuant to Florida Statutes Section 607.0704, effective March 11, 2002. Since the written consent was obtained from all shareholders, the number of votes cast by the shareholders by written consent was sufficient for approval.

These Amended and Restated Articles amend and restate in their entirety the Corporation's Articles of Incorporation, as filed with the Florida Department of State on May 14, 1997.

ARTICLE I – NAME

The name of the corporation is Simulation Training Applications, Inc.

ARTICLE II – DURATION

This corporation shall be perpetual in existence.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of the transaction of any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV – CAPITAL STOCK

4.1 Common Stock. The aggregate number of shares of common stock which the Corporation shall have authority to issue is 3,000,000, with par value of \$0.01 per share.

4.2 Preferred Stock. The aggregate number of shares of Preferred Stock which the Corporation shall have authority to issue is 1,000,000, with par value of \$0.01 per share, upon such terms and conditions, including dividend preferences and conversion privileges as may be authorized by the Board of Directors of the Corporation. The Board of Directors is authorized to determine and alter the rights, preferences, privileges and restrictions granted to and imposed upon any wholly unissued series of Preferred Stock, including a preference with respect to any other

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series of Preferred Stock, and to fix the number of shares and designation of any such series of Preferred Stock. The Board of Directors, within the limits and restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series, may increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

ARTICLE V – ADDRESS

The address of the registered office and principal address of the Corporation is 11315 Corporation Blvd., Suite 110, Orlando, Florida 32817. The name of the registered agent of the Corporation is Waymon Armstrong.

ARTICLE VI – DIRECTORS

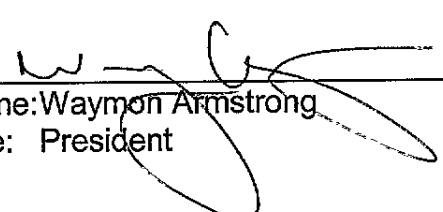
The Corporation shall have two directors. The number of directors may either increase or decrease from time to time in accordance with the bylaws but shall never be less than one.

ARTICLE VII – BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

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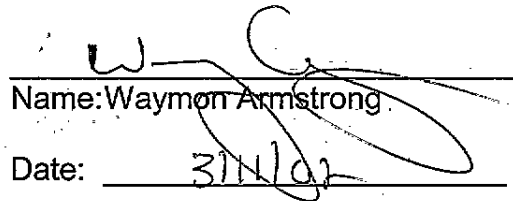
IN WITNESS WHEREOF, the Amended and Restated Articles of Incorporation
have been signed this 11th day of March, 2002.



Name: Waymon Armstrong
Title: President

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Amended and Restated Articles of Incorporation of SIMULATION TRAINING APPLICATIONS, INC. (f/k/a Engineering & Computer Simulations, Inc.), I am familiar with the obligations of the position of registered agent as set forth in Florida Statutes Section 607.0505 and I hereby accept and agree to act in this capacity.


Name: Waymon Armstrong

Date: 3/11/02