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Florida Department of State  
c/o DIVISION OF CORPORATIONS  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
97 JUN 10 PM 3:42  
TALLAHASSEE, FLORIDA  
JUN 5 1997

RE: INCORPORATION OF "SYSTEMIC SOLUTIONS, INC."

Dear Sir or Madame;

Please find enclosed the Articles of Incorporation prepared for Systemic Solutions, Inc. together with a check for this new corporate filing. Please process this Florida incorporation at your earliest convenience.

Please note that we additionally request, and have included the cost of, a stamped copy of the filing.

Cordially,

Malcolm L. Toomer

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-06/10/97--01008--005  
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F. CHAMBERLAIN

JUN 11 1997

**ARTICLES OF INCORPORATION  
OF  
SYSTEMIC SOLUTIONS, INC.**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

**Systemic Solutions, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business of this corporation shall be:

**6348 US #1 South  
St. Augustine, FL 32086**

**ARTICLE III CAPITAL STOCK**

The number of shares that this corporation is authorized to have outstanding at any one time is:

The maximum number of shares permitted to be outstanding at any one time shall consist of one thousand (1,000) shares of common stock and five hundred (500) shares of preferred stock. Prior to any issuance of shares of either class thereto, the preferences, limitations, and relative rights of each class of stock must be described in the Articles of Incorporation or in properly prepared and filed amendments to these Articles of Incorporation.

The Board of Directors must determine, in whole or in part, the preferences, limitations, and relative rights of each class of stock prior to any issuances thereunder consistent with the limits set forth in the Florida Business Corporations Act, s.607.0601.

**ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

**Malcolm L. Toomer  
6348 US #1 South  
St. Augustine, FL 32086**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Malcolm L. Toomer  
6348 US #1 South  
St. Augustine, FL 32086

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION  
THIS 6 TH DAY OF June, 1997.

A handwritten signature in black ink, appearing to read 'M. Toomer', is written over a horizontal line.

Malcolm L. Toomer  
Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is Systemic Solutions, Inc.
2. The name and address of the Registered Agent and Office is:

Malcolm L. Toomer  
6348 US #1 South  
St. Augustine, FL 32086

SIGNATURE 

TITLE REGISTERED AGENT

DATE 6/6/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE 6/6/97

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CLERK OF STATE  
TALLAHASSEE, FLORIDA