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LAW OFFICES OF

RICHARD G. HATHAWAY, P.A.

BUILDING 100 - SUITE 250
10151 DEERWOOD PARK BOULEVARD
JACKSONVILLE, FLORIDA 32256
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July 21, 1997

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-07/23/97-01016-002
*****70.00 *****70.00

Corporations Division
Office of the Secretary of State
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: EDMS Solutions, Inc.

Gentlemen:

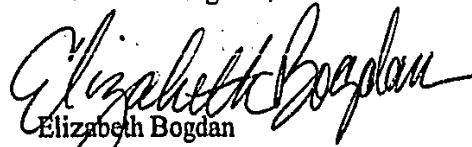
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97 JUL 23 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is the original Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Fees	\$ 35.00
Registered Agent	
Designation	\$ 35.00
	\$ 70.00

Please file the Articles and confirm the filing as quickly as possible.

With kindest regards,


Elizabeth Bogdan
Legal Assistant

Enclosure(s)

/eb

AL JUL 24 1997

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be EDMS Solutions, Inc.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 1165 Ocean Blvd, Atlantic Beach, FL 32233.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is Richard G. Hathaway, P.A. and the initial registered agent at that office is Richard G. Hathaway, 10151 Deerwood Park Blvd, Suite 250, Jacksonville, Florida 32256.

Article V
Incorporator

The name and street address of the incorporator of this corporation are:

Richard G. Hathaway
10151 Deerwood Park Blvd
Bldg 100, Ste. 250
Jacksonville, FL 32256

Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purposes

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

Article VIII
Directors

(a) This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The name and street address of the initial director of the corporation are:

Peggy A. Wallace
1165 Ocean Blvd
Atlantic Beach, FL 32233

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 21 day of July, 1997.


RICHARD G. HATHAWAY

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

EDMS Solutions, Inc. desiring to organize or qualify under the laws of the State of Florida hereby designates Richard G. Hathaway as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 10151 Deerwood Park Blvd, Suite 250, Jacksonville, Florida 32256.

DATED this 21 day of July, 1997.



RICHARD G. HATHAWAY

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 21 day of July, 1997.



RICHARD G. HATHAWAY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA