

P97000071591

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Precision Software Consulting Services, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation regarding the subject corporation and a check for:

<input checked="" type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing fee	Filing fee & Certificate	Filing fee & Certified Copy	Filing fee & Certified Certificate

Please return the photocopy to me with the filing date stamped on it at your earliest convenience. Thank you.

From & Return To: Precision Software Consulting Services, Inc.
Ernest W. Pierson Jr.
PO Box 291994
Port Orange, FL 32129-1994

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-08/18/97-01050-002
*****70.00 *****70.00

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8/19/97

FILED
97 AUG 18 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

97 AUG 18 AM 9:09

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Precision Software Consulting Services, Inc.

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be:

Precision Software Consulting Services, Inc.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

PO Box 291994
Port Orange, FL 32129-1994

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE FOUR - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory, or nation.

ARTICLE FIVE - CAPITAL STOCK

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

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	\$1,000.00	1

ARTICLES SIX - INITIAL REGISTERED AGENT

The name and address of the initial registered agent and registered office is:

Ernest W. Pierson Jr.
1837 Summer Green Dr.
Port Orange, FL 32124

ARTICLE SEVEN- INITIAL DIRECTOR

The number of directors constituting the initial Board of Directors of the corporation is one(1), and the name of the persons(s) who is(are) to serve as a director(s) until the organization meeting or until the first meeting of shareholders or until his(their) successor(s) is(are) elected and qualified is(are)

1. Ernest W. Pierson Jr.

ARTICLE EIGHT - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the incorporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE NINE- INCORPORATOR

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

Ernest W. Pierson Jr.
PO Box 291994
Port Orange, FL 32129-1994

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 12 day of August, 1997.



(Incorporator's Signature)

FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE

97 AUG 18 AM 9:09

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

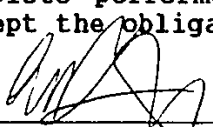
1. The name of the corporation is:

Precision Software Consulting Services, Inc.

2. The name and address of the registered agent and office is:

ERNEST W. PIERSON JR.
1837 Summer Green Dr.
Port Orange, FL 32124

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 of Registered Agent)

8/12/97

(Date)