

P97000089635

October 12, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

Subj: Incorporation of Prime Circle Technologies, Inc.

100002322881--9  
-10/17/97--01046--004  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of theses Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at 3485 Lost Canyon Place, Cocoa, FL. 32926.

If there are any questions concerning this filing, please contact me at (407) 636-4933 or Kenneth Harris, CPA at (407) 454-2266.

Thank you for your assistance in this matter.

Sincerely,

*Michael F. Gray*  
Michael F. Gray

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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
PRIME CIRCLE TECHNOLOGIES, INC.

SECRET  
DIVISION 17  
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FIELD STATE  
DEPT. OF JUSTICE

ARTICLE I. NAME

The name of this corporation is  
PRIME CIRCLE TECHNOLOGIES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business. The specific purpose is to provide system integration consulting services.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common Shares".

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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3485 Lost Canyon Place, Cocoa, FL. 32926, and the name of the initial registered agent of the corporation at that address is Michael F.Gray.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation is:

Michael F.Gray  
3485 Lost Canyon Place  
Cocoa, Florida 32926

Amy M. Gray  
3485 Lost Canyon Place  
Cocoa, Florida 32926

#### ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 3485 Lost Canyon Place, Cocoa, FL. 32926, and the mailing address of the corporation 3485 Lost Canyon Place, Cocoa, FL. 32926.

#### ARTICLE IX INCORPORATOR

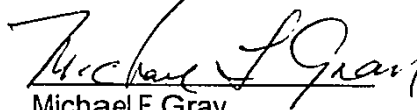
The name and address of the person signing these articles is:

Michael F.Gray  
3485 Lost Canyon Place  
Cocoa, FL. 32926.

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

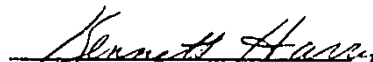
IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 12 day of October 12, 1997.

  
Michael F. Gray

STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 12 day of October 12, 1997.

  
Notary Public



KENNETH G. HARRIS  
COMMISSION # CC 521741  
EXPIRES JAN 1, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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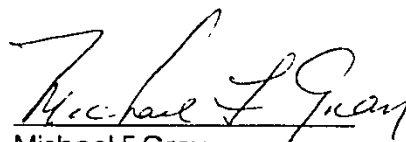
DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes,  
the following is submitted:

That Prime Circle Technologies, Inc. desiring to organize under the laws  
of the State of Florida, with its principal office at 3485 Lost Canyon Place,  
Cocoa, FL. 32926, has named Michael F.Gray, located at 3485 Lost Canyon  
Place, Cocoa, Brevard County, Florida 32926, as it's agent to accept service of  
process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named  
Corporation, at the place designated in this certificate, the undersigned agrees to  
act in this capacity, relative to keeping the designated office open.



Michael F.Gray  
Registered Agent