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October 6, 1997

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-10/20/97-01079-012
*****70.00 *****70.00

RE: Software Evaluation Labs International, Inc.

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced Corporation, along with a check in the amount of \$70.00 to cover the filing fees. Please return the photocopy to me with the filing date stamped on it in the enclosed self addressed, stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

Donald R. McClung

Donald R. McClung
10640 Quail Ridge Drive
St. Augustine, FL 32095
(904)825-4381

cc: John J. Petherbridge

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DIVISION OF CORPORATIONS
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10/21/97

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ARTICLES OF INCORPORATION
OF
SOFTWARE EVALUATION LABS INTERNATIONAL, INC.

The undersigned, for purposes of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is :
SOFTWARE EVALUATION LABS INTERNATIONAL, INC. and its address is: 4080
Woodcock Drive, Suite 120, Jacksonville, Florida 32207.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this purpose in any way.

B. To do such other things as are necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 10640 Quail Ridge Drive, St. Augustine, Florida 32095, and the name of its initial Registered Agent at that address is DONALD R. McCLUNG.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial Director of the

Corporation is as follows:

MARK PETHERBRIDGE
4080 Woodcock Drive
Jacksonville, Florida 32207

JOHN J. PETHERBRIDGE
4080 Woodcock Drive
Jacksonville, Florida 32207

THOMAS L. DAVIS
4080 Woodcock Drive
Jacksonville, Florida 32207

DONALD R. McCLUNG
10640 Quail Ridge Drive
St. Augustine, Florida 32095

Article 7. Incorporator. The name and address of each Incorporator is as follows:

JOHN J. PETHERBRIDGE
4080 Woodcock Drive
Jacksonville, Florida 32207

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6th day of OCTOBER, 1997.



John J. Petherbridge

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **SOFTWARE EVALUATION LABS INTERNATIONAL, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 6th day of October, 1997.

Donald R. McClung

Donald R. McClung, Registered Agent

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