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T. SCOTT FRAZIER
DAVID E. TERRY

TELEPHONE (407) 843-1956
FAX (407) 843-4210

November 25, 1997

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: Incorporation of Logical Decisions Group, Inc.
Our File No. 940/9701

100002359211--5
-12/01/97--01119--004
****122.50 ****122.50

Dear Sir/Madam:

Enclosed herewith please find the Articles of Corporation and a copy of same for the above referenced corporation, and our firm's check in the amount of \$122.50, representing the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	\$35.00

Please certify the enclosed copy, and return same to this office as soon as possible. We are enclosing a self-addressed, stamped envelope for expeditious return of the filed certified copy.

If you have questions regarding this matter, please do not hesitate to contact our offices immediately. Thank you for your cooperation regarding this matter.

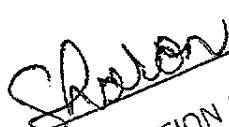
Very truly yours,


David E. Terry

DET/sh

Enclosures

B:4447

Sharon  GAVE
AUTHORIZATION BY PHONE TO
CORRECT art. 1
DATE 12/3/97
DOC. EXAM. TM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/3/97 M

ARTICLES OF INCORPORATION
OF
LOGICAL DECISIONS GROUP, INC.

ARTICLE I - NAME

The name of this corporation is LOGICAL DECISIONS GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of ONE DOLLAR (\$1.00) par value Series One Voting Common Stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5500 Westview Drive, Orlando, Florida 32810, and the name of the initial registered agent of this corporation at that address is ROBERT H. SWEET. The principal place of business of the corporation is 5500 Westview Drive, Orlando, Florida 32810.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors are as follows:

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TALLAHASSEE, FLORIDA

Robert H. Sweet
5500 Westview Drive
Orlando, Florida 32810

Brian Buxton
5500 Westview Drive
Orlando, Florida 32810

ARTICLE VII - INCORPORATOR

The name and address of the persons signing these Articles are as follows:

Robert H. Sweet
5500 Westview Drive
Orlando, Florida 32810

Brian Buxton
5500 Westview Drive
Orlando, Florida 32810

ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

If any two or more shareholders or subscribers to stock of the corporation shall enter into an agreement abridging, limiting or restricting the rights of any one or more of them to sell, assign, transfer, mortgage, pledge, hypothecate, or transfer on the books of the corporation, any or all of the stock of the corporation held by them, and if a copy of said agreement shall be filed with the corporation, all certificates of shares of stock subject to such abridgements, limitations, or restrictions shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of such agreement or bylaw, as the case may be.

ARTICLE IX - PREEMPTIVE RIGHTS

Each holder of shares of stock of the corporation shall be entitled to a preemptive right to purchase or subscribe for any authorized but unissued stock of any class or any additional shares of any class to be issued by reason of any increase of the

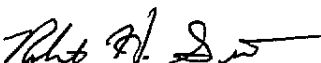
authorized stock of the corporation of any class, or bonds, certificates of indebtedness, debentures or other securities convertible into stock of the corporation, or carrying any rights to purchase stock of any class, whether said unissued stock shall be issued for cash, property, or any other consideration, and without limitation of the foregoing, shall have such a preemptive right with respect to shares or other securities offered for sale if they (a) are issued or optioned by the board of directors to effect a merger or consolidation or for a consideration other than cash; (b) are shares or other securities theretofore reacquired by the corporation after having been duly issued and not restored to the status of authorized but unissued shares; or (c) are part of the shares or other securities of the corporation originally authorized in its articles of incorporation in excess of the first Two Hundred (200) shares which are issued.


ARTICLE X - CUMULATIVE VOTING

Shareholders are entitled to cumulate their votes in elections of directors, that is, they are entitled to multiply the number of shares they hold by the number of directors to be elected and cast the product for a single candidate or distribute the product among two or more candidates. Shares may not be voted cumulatively at a particular meeting unless (1) the meeting notice or proxy statement accompanying the notice states conspicuously that cumulative voting is authorized; or (2) a shareholder gives notice to the corporation not less than forty-eight (48) hours before the time set for the meeting of his or her intent to cumulate votes at the meeting. If

one shareholder gives this notice all other shareholders are entitled to cumulate their votes without giving further notice. A director may not be removed if the number of votes required to elect him under cumulative voting at an election of the full board is voted against his removal. Any vacancy occurring on the board of directors, by the death, incapacity or resignation of a director elected by cumulative voting, or otherwise, shall be filled, at a special meeting called for that purpose, by the holders of the shares whose cumulative ballots elected him or her, and such successor-director shall hold office for the balance of the annual term of his or her predecessor.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of November, 1997.


Robert H. Sweet


Brian Buxton


STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of November, 1997 by Robert H. Sweet and Brian Buxton who executed the foregoing instrument for the purposes expressed therein and are either:

☐ personally known to me; or
☒ produced Florida and Ohio Driver's Licenses as
identification,


and did take an oath.


Notary Public (Signature)

(Affix Notary Seal Above)
 DAVID E. TERRY
MY COMMISSION # CC296648 EXPIRES
June 29, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Logical Decisions Group, Inc.


Robert H. Sweet

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TALLAHASSEE, FLORIDA