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FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
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((H97000020676 7))

TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: COONEY, WARD, LESHER & DAMON, P.A.
072262000447

ACCT#:

CONTACT: STEVEN E KELLY
PHONE: (561) 842-3000
(561) 842-3626

FAX #:

NAME: COMPUWORK, INC.

AUDIT NUMBER.....H97000020676

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
COMPUWORK, INC.**

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: Compuwork, Inc.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 10233 Allamanda Circle, Palm Beach Gardens, FL 33410.

Fax Audit No. H97000020676
Philip H. Ward, III
Cooney, Ward et al.
4420 Beacon Circle
West Palm Beach, FL 33407
(561) 842-3000
(F) 561-842-3626
FL Bar No. 313998

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 5000 shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

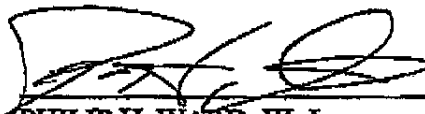
The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite #100, West Palm Beach, Florida 33407, and the name of its initial registered agent at that address is PHILIP H. WARD, III.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name	Address
Philip H. Ward, III	4420 Beacon Circle, Suite #100 West Palm Beach, Florida 33407

DATED this 16th day of December, 1997.


PHILIP H. WARD, III, Incorporator
and Registered Agent

Fax Audit No. 97000020676

DEC-16-97 17:41 FROM-

T-442 P.05/05 F-260

Fax Audit No. 97000020676

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, PHILIP H. WARD, III, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of December, 1997.



TRACI DONALDSON
My Commission CC477140
Expires Jan. 28, 1999
Bonded by HAI
800-422-1555

Notary Public

Sign

A handwritten signature in cursive script, appearing to read "Traci Donaldson", written over a horizontal line.

State of Florida at Large
My Commission Expires:

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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for Compuwork, Inc., at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: 16th day of December, 1997

By:


PHILIP H. WARD, III

Fax Audit No. 97000020676

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