

DANIEL S. BRIM

ATTORNEY AT LAW

13½ North 4th Street • P.O. Box 746
Fernandina Beach, Florida 32035-0746

EFFECTIVE DATE

1/8/98

(904) 261-6113 Fax (904) 261-0008

March 4, 1998

Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

100002395721--9
-01/09/98-01070-010
****122.50 ****122.50

Attn: Tracy Meyer
Document Specialist

Re: Aurora Computer Systems, Inc.
Ref. No.: W98000000702

Dear Ms. Meyer:

Pursuant to your request, I am enclosing the original, corrected Articles of Incorporation and one copy. Thank you for your assistance in this matter. I have also made the necessary correction in our corporation template to assure that all future filings will meet the State's requirements.

If you have any questions concerning this matter or require further documentation, please contact my office.

Yours truly,

Sandra A. Kramer
Sandra A. Kramer
Secretary

:sak
Enclosure

FILED
98 JAN -9 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tum-3/5/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 12, 1998

DANIEL S. BRIM, ESQ.
PO BOX 746
FERNANDINA BEACH, FL 32035-0746

SUBJECT: AURORA COMPUTER SYSTEMS, INC.
Ref. Number: W98000000702

We have received your document for AURORA COMPUTER SYSTEMS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE ADDRESS FOR THE REGISTERED OFFICE MUST BE THE ADDRESS WHERE THE REGISTERED AGENT IS LOCATED. PLEASE REFER TO ARTICLE V AND THE REGISTERED AGENT CERTIFICATE TO MAKE THE APPROPRIATE CHANGES.

The registered agent and street address must be consistent wherever it appears in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 098A00001660

**ARTICLES OF INCORPORATION
OF
AURORA COMPUTER SYSTEMS, INC.
A Florida Corporation**

ARTICLE I.

The name of this corporation is AURORA COMPUTER SYSTEMS, INC.
a Florida corporation.

ARTICLE II.

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, or in any other state in which this corporation may be qualified to do business.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to (1) natural persons, (2) estates, or (3) a trust as described in the 26 United States Code Section 1371 defining a "small business corporation". Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE IV.

The duration of the corporation is perpetual. The date and time of commencement of corporate existence is 12:01 a.m., January 8, 1998.

ARTICLE V.

The Registered Agent and the street address of the initial Registered Agent

EFFECTIVE DATE
1/8/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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shall be:

STEPHEN E. HECKEL
1521 NORTH FLETCHER AVENUE, UNIT A
FERNANDINA BEACH, FL 32034

The Principal Office of this corporation in the State of Florida shall be:

1939 SOUTH 8TH STREET, SUITE 6
FERNANDINA BEACH, FL 32034

ARTICLE VI.

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time pursuant to the By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII.

The name and address of the initial directors of this corporation are:

J. ERNEST WILLIAMS
124 SOUTH FLETCHER AVENUE
FERNANDINA BEACH, FL 32034

STEPHEN E. HECKEL
1521 NORTH FLETCHER AVENUE, UNIT A
FERNANDINA BEACH, FL 32034

ARTICLE VIII.

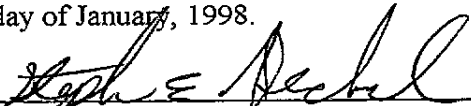
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

STEPHEN E. HECKEL
1521 NORTH FLETCHER AVENUE, UNIT A
FERNANDINA BEACH, FL 32034

ARTICLE IX.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, on this 8th day of January, 1998.



STEPHEN E. HECKEL
Incorporator

STATE OF FLORIDA

COUNTY OF NASSAU

Sworn to and subscribed before me this 8th day of January, 1998, by
STEPHEN E. HECKEL, who is personally known to me or who has produced a driver's
license as identification.




Notary: Sandra Alene Kramer
State of Florida; My Commission
Expires: 09/14/00

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE
PURSUANT TO THE PROVISIONS OF SECTION 607.0501
OR 617.0501, FLORIDA STATUTES, THE UNDER-SIGNED
CORPORATION, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the corporation is AURORA COMPUTER SYSTEMS,
INC., a Florida corporation.

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

STEPHEN E. HECKEL
1521 NORTH FLETCHER AVENUE, UNIT A
FERNANDINA BEACH, FL 32034

3. The Principal Office of the corporation is:

1939 SOUTH 8TH STREET, SUITE 6
FERNANDINA BEACH, FL 32034

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.

EXECUTED this 8th day of January, 1998.


STEPHEN E. HECKEL
REGISTERED AGENT

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA