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August 23, 2001

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

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-08/29/01--01076--001
*****35.00 *****35.00

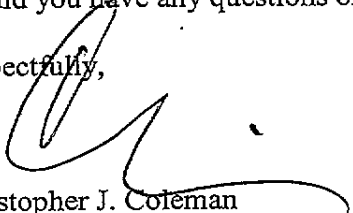
RE: TreeFrog Data Solutions, Inc.
P98000028210

Dear Sir or Madam:

Please find enclosed herewith the original and one copy of the Amended and Restated Articles of Incorporation of TreeFrog Data Solutions, Inc. I have also enclosed my firm check in the amount of \$35.00 representing you filing fee in this matter. I would ask that you please file this Amendment to the corporation.

Should you have any questions or concerns, please feel free to contact Krisi of my office.

Respectfully,


Christopher J. Coleman
CJC/kbf

cc: TreeFrog Data Solutions, Inc.

01 OCT 12 PM 3: 35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P98000028210
Amend & Restate
10-12-01 6:28 PM



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 5, 2001

SCHILLINGER & COLEMAN, P.A.
% CHRISTOPHER COLEMAN
P.O. BOX 410818
MELBOURNE, FL 32941-0818

SUBJECT: TREEFROG DATA SOLUTIONS, INC.
Ref. Number: P98000028210

We have received your document for TREEFROG DATA SOLUTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return 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) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 901A00050135

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
TREEFROG DATA SOLUTIONS, INC.

ARTICLE I - NAME

The name of this corporation is TreeFrog Data Solutions, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The purpose or purposes for which the corporation is organized is to engage in any and all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purpose, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purpose in any state, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

FILED
01 OCT 12 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is : 1415 North Atlantic Avenue, Suite B, Cocoa Beach, Florida 32931. The name of the registered agent of this corporation at that address is CHRISTOPHER J. COLEMAN, whose address is 1329 Bedford Drive, Suite 1, Melbourne, Florida 32940.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have no less than three directors. The numbers of directors may be increased from time to time by the By-Laws, but shall never be more than seven.

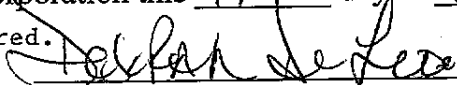
ARTICLE VII - INDEMNIFICATION

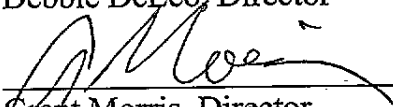
This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

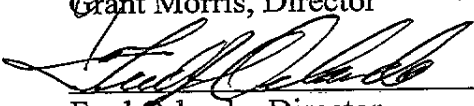
ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporations, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Directors have executed these Amended and Restated Articles of Incorporation this 19th day of August, 2001. No shareholder action required.


Debbie DeLeo, Director


Grant Morris, Director


Fred Orlando, Director

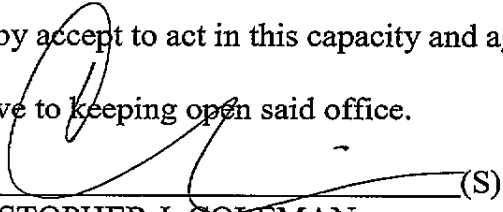
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that TreeFrog Data Solutions, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Amended and Restated Articles of Incorporation in the City of Cocoa, County of Brevard, State of Florida, has named CHRISTOPHER J. COLEMAN, located at 1329 Bedford Drive, Suite 1, Melbourne, Florida 32940 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


_____(S)
CHRISTOPHER J. COLEMAN

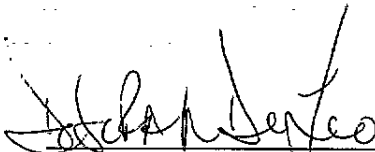
Dated this 22nd day of August, 2001.

NOTICE OF CERTIFICATE
FOR
TREEFROG DATA SOLUTIONS, INC.

Attached hereto is the Restated Articles of Incorporation.

This Restatement was adopted by the Board of Directors and does not contain any amendment requiring any shareholder approval.

DATED this 2nd day of October, 2001.



Deborah DeLeo, President