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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAR 30 AM 9:01

April 8, 1998

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Florida Department Of State
Ms. Doris Brown
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE

4-1-98

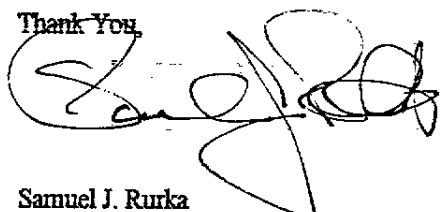
Subject: Orlando System Consultants
Ref.Number: W98000007355

To Ms.Doris Brown:

Enclosed are the corrected articles of incorporation that you requested, one original and one copy. If you have any further questions during working hours you can call 407-422-4510 (ext. 234) and ask for Renee Rurka. She will be able to answer all of your questions. Any further correspondence can be sent to 2603 Rolling Brook Drive, Orlando, Florida 32837. We apologize for any inconvenience that this may have caused you.

Thank You

Samuel J. Rurka



789, 2555, 2551, 2550
W/98-7355

D. BROWN APR 14 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 2, 1998

SAMUEL J. RURKA
2603 ROLLING BROOK DRIVE
ORLANDO, FL 32837

SUBJECT: ORLANDO SYSTEMS CONSULTANTS, INC.
Ref. Number: W98000007355

We have received your document for ORLANDO SYSTEMS CONSULTANTS, 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 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 898A00017633

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**ARTICLES OF INCORPORATION
OF
ORLANDO SYSTEMS CONSULTANTS, INC.**

EFFECTIVE DATE
4-1-98

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be Orlando Systems Consultants, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or of any other state, county, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is THREE HUNDRED (300) shares of common stock having a par value of \$.50 per share.

ARTICLE IV

ADDRESS

The street address of the main office of the corporation shall be 1021 Country Cove Court, Oviedo, Florida 32766 and the name of the initial Registered Agent for the corporation shall be Samuel J. Rurka whose address is 2603 Rolling Brook Dr., Orlando, FL 32837.

Main office of the corporation:
1021 Country Cove Court
Oviedo, Florida 32766

Mailing address of the corporation:
1021 Country Cove Court
Oviedo, Florida 32766

ARTICLE V

SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish compliance.

ARTICLE VI

TERM OF EXISTANCE

Effective April 1, 1998, this corporation shall exist perpetually.

ARTICLE VII

LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for any and all reasonable costs or expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or have been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII

SELF DEALING

No contract or other such transaction between the corporation and other corporations, in the absence of fraud, be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporations hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any of the directors of the corporation may vote upon any and all transactions with the corporation without regard to the fact that he or she is also a director of such subsidiary or corporation.

ARTICLE IX

DIRECTORS

This corporation shall have a minimum of 1 director. The initial Board of Directors shall consist of

Michael A. Stoddard
Director of Operations and Software Development
1021 Country Cove Court
Oviedo, Florida 32766

Samuel J. Rurka
Director of Information Management and Marketing
2603 Rolling Brook Dr.
Orlando, FL 32837

Michael E. Standal
Director of Internet Development and Training
1760 Imperial Palm Drive
Apopka, Florida 32712

ARTICLE X

INCORPORATOR

The name and address of the incorporator is:

Michael E. Standal
1760 Imperial Palm Drive
Apopka, Florida 32712

INCORPORATOR:


Michael E. Standal

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**DESIGNATION OF AND ACCEPTANCE BY
REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida.

Orlando Systems Consultants, Inc. is a corporation organizing under the laws of the State of Florida, with its principle office located at 1021 Country Cove Court, Oviedo, Florida 32766, has named Samuel J. Rurka, whose address is 2603 Rolling Brook Drive, Orlando, Florida 32837, as its Registered Agent to accept service of process within this State.

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. I agree to keep the office open during prescribed hours and to post my name (and the other officers of the corporation authorized to accept service of process) in some conspicuous place in the office as requires by law.

Registered Agent:

Samuel J. Rurka

