

OF

SYSTEMS PLUS, INCORPORATED

The undersigned, acting, as incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Systems Plus, Incorporated.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are: to design and develop computer systems; to offer consulting services; to buy and sell computer hardware; and the transaction of any and all lawful business for which corporation's may be incorporated under The Alabama Corporation Act effective, January 1, 1981.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SIXTH: The address of the initial registered office of the corporation is: 2116 Old Montgomery Highway, Pelham, Alabama 35124, and the name of its initial registered agent at such address is, Charles Ray Parrish. The Board of Directors may at anytime, and from time to time, change the location of such registered office and registered agent by resolution duly adopted by the Board of Directors.

SEVENTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

NAME	ADDRESS
Charles Ray Parrish	2834 Adams Street Helena, Alabama 35080
Frank Daniel Pennington	1000 South Ridge Drive Birmingham, Alabama 35216

EIGHT: The name and address of each incorporator is:

NAME	ADDRESS
Charles Ray Parrish	2834 Adams Street Helena, Alabama 35080
Frank Daniel Pennington	1000 South Ridge Drive Birmingham, Alabama 35216

DATED Feb. 15, 1982.

Charles R. Parrish
INCORPORATOR

Frank Daniel Pennington
INCORPORATOR

Emfinger & Brachin
2031 F. Canyon Rd
Birmingham, AL 35216

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STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name _____

Systems Plus, Incorporated

is reserved as available based only upon an examination of the corporation records

on file in this office for the exclusive use of Systems Plus, Incorporated

for a period of one hundred twenty days from this date. In the case of a domestic

corporation, the name of the county in which the corporation was or is proposed to

be incorporated is _____. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's

office does not assume any responsibility for the availability of the corporate

name requested nor for any duplication which might occur.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 3, 1982

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

SYSTEMS PLUS, INCORPORATED

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of SYSTEMS PLUS, INCORPORATED, duly signed and verified pursuant to the provisions of Section 10-2A-91 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of INCORPORATION of SYSTEMS PLUS, INCORPORATED, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 16th day of February, 19 82.



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1982 FEB 16 AM 11:16

Thomas A. Lumb
JUDGE OF PROBATE

Thomas A. Lumb
Judge of Probate