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ARTICLES OF INCORPORATION
OF
✓ PROSYS, INC.

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, do hereby adopt the following articles of incorporation for such corporation:

SECTION ONE

Name

The name of the corporation is PROSYS, INC.

SECTION TWO

Purposes

The purposes for which this corporation is organized are the transactions of any and all lawful business.

SECTION THREE

Registered Office and Registered Agent

The location and mailing address of the corporation's initial registered office shall be:

2105 Old Montgomery Highway
City of Pelham
County of Shelby
State of Alabama, 35124

and the name of the corporation's initial registered agent at such address shall be:

Andrew C. Slodysko

SECTION FOUR

Capital Stock

The total number of shares that the corporation shall have the authority to issue is Twelve Hundred (1200) shares, which shall consist entirely of common stock of a par value of One Dollar (\$1.00).

P.O. Box 970
Pelham, AL 35124

ARTICLES OF INCORPORATION

SECTION FOUR (Continued)

The Corporation is to be a closely held corporation. As such only common stock shall be issued. Each share of common stock will entitle its Owner to one (1) vote on matters which are called to vote by the Secretary of the Corporation.

No single share of stock shall have any preference of priority over any other share of stock, nor is it convertible to any other form of stock within the corporation.

Common shares of stock may not be sold or traded; however, they may be redeemed on the first working day of each month at either par value or else the value determined by the Board of Directors.

SECTION FIVE

Incorporators

The names and post office addresses of the incorporators are:

Andrew C. Slodysko	2105 Old Montgomery Hwy. Pelham, Alabama 35124
Dominic P. Perrotta	3432 Wildewood Drive Pelham, Alabama 35124
Richard L. Baldwin	103 Scottsdale Drive Alabaster, Alabama 35007

SECTION SIX

Directors

The number of directors constituting the initial board of directors of the Corporation shall be three (3).

The names and addresses of those persons, each of whom shall serve as a director until the first annual meeting of shareholders or until his (or her) successor is elected and qualifies, are as follows:

Andrew C. Slodysko	2105 Old Montgomery Hwy. Pelham, Alabama 35124
Dominic P. Perrotta	3432 Wildewood Drive Pelham, Alabama 35124
Richard L. Baldwin	103 Scottsdale Drive Alabaster, Alabama 35007

ARTICLES OF INCORPORATION
(Continued)

SECTION SEVEN

Duration

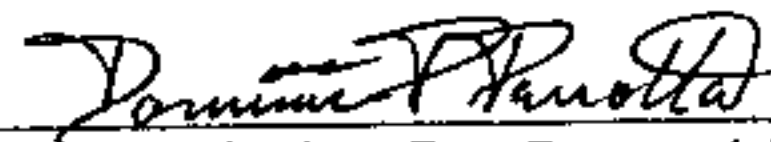
The duration of this corporation is perpetual.

SECTION EIGHT

Other Provisions

The Corporation shall be governed by the By-Laws of the Corporation which are to be established at the first meeting of the Board of Directors.

In witness thereof, we have executed these Articles of Incorporation
on July 1, 1988.



Dominic P. Perrotta



Andrew C. Slodysko



Richard L. Baldwin

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STATE OF ALABAMA

I, Glen Browder, 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 Prosys, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Prosys, Inc.

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 Shelby. 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.

July 11, 1988 - expires 11-9-88
Date

Glen Browder
Glen Browder Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF PROSYS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of PROSYS, INC., duly signed pursuant to the provisions 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 PROSYS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 22nd day of JULY, 1988.

STATE OF ALA. SHELBY
I CERTIFY THIS
INSTRUMENT WAS FILED

88 JUL 22 AM 9:32

JUDGE OF PROBATE

Thomas A. Howard, Jr.
Judge of Probate

RECORDING FEES

Recording Fee	\$ 35.00
Index Fee	1.00
TOTAL	36.00