

CERTIFICATE OF INCORPORATION

OF

DOCUMENT PROCESSING CONVERSION OF ALABAMA, INC.

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned Albert L. Jackson, Gerald T. Durbin and John W. Logan, each of whom is over the age of twenty-one years, desiring to organize a body corporate under the laws of the State of Alabama, and being all of the subscribers to the capital stock of the corporation hereby organized, do make, sign and file this Certificate of Incorporation as follows:

ARTICLE I

The name of the corporation is: Document Processing Conversion of Alabama, Inc.

ARTICLE II

The nature of the business and the objects and purposes to be transacted, promoted and carried on by the corporation are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the word, viz.:

1. To sell and service computer and electronic equipment.
2. To own, establish, construct, build, lease, buy or otherwise acquire, sell, exchange, transfer, assign, or otherwise dispose of, maintain, operate, or otherwise manage, separately or together, warehouses, offices, shops, buildings, houses, and other facilities in connection with the operation of the business as above described.
3. To own, design, erect, build, construct, lease, buy or otherwise acquire, sell, charter, exchange, transfer, assign, convey, or otherwise dispose of, equip, maintain, use, operate, or otherwise manage buildings, garages, warehouses, and all other structures and facilities, equipment and appurtenances incidental, necessary, useful, auxiliary to or convenient for the business and operations conducted, engaged in and carried on by the corporation.

4. To purchase, take, own, hold, rent, lease, deal in, mortgage or otherwise pledge, and to lease, sell, exchange, transfer and in any manner whatever dispose of real property, wherever situated.

5. To manufacture, purchase or otherwise acquire, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of every class and description wherever situated.

6. To acquire the good will, rights, assets and properties, and to undertake the whole or any part of the liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the corporation, or otherwise; to hold, to in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

7. To guarantee, purchase, or otherwise acquire, hold, sell, transfer, assign, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, notes, debentures or other evidences of indebtedness or securities created by other corporations and similar entities and, while the holder of such securities, to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person might do.

8. To purchase or otherwise acquire, hold, use, sell, or in any manner dispose of, and to take or grant licenses or other rights therein and in any manner deal with patents, inventions, improvements, processes, trademarks, trade names, rights and licenses secured under letter patent, copyrights, or otherwise.

9. To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, or corporation, town, city, county, state territory, government or governmental subdivision.

10. To draw, make, accept, endorse, guarantee, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.

11. To issue bonds, debentures, or other obligations, to secure the same by mortgage, pledge, deed of trust or otherwise.

12. To sell, purchase, hold and re-issue the shares of its own capital stock and other securities issued from time to time by it.

13. To Lend money upon such security as the Board of Directors of the corporation may deem advisable, or without security.

14. To enter into any plan or project, including any legal arrangement for sharing of profits, for the assistance and welfare of its employees.

15. To have one or more offices to carry on all of its operations and businesses without restriction or limit as to amount, both within and without this state, other states, districts, territories, possessions or colonies or the United States and in any and all foreign countries, in any lawful manner.

16. To carry on any other business in connection with the foregoing.

In general, to do any and all things herein set forth and such other things as are incidental or conducive to the attainment of the objects and purposes of this corporation as retailer, wholesaler, principle, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, corporation or any other entity of whatsoever kind, and to do such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to this corporation; provided, however, that the corporation shall not engage in the business of insurance, banking, or that of a trust company.

The objects specified herein shall, except where otherwise expressed, be in nowise limited or restricted by reference to interference from the terms of any other particular clause or paragraph hereof, but the objects, purposes and powers specified in each of the clauses and paragraphs hereof shall be regarded as independent objects, purposes and powers, and the enumeration of specific objects, purposes and powers shall not be held or construed to limit or restrict in any manner the general powers now or hereafter conferred on this corporation by the laws of the State of Alabama, nor shall the expression of one thing be deemed to exclude one or more other things not expressed.

ARTICLE III

The location of the corporation's principle office in the State of Alabama shall be at 223 County Road 109, Wilsonville, Alabama 35186.

ARTICLE IV

The total number of shares of capital stock which the corporation shall have authority to issue is five thousand (5,000) shares of common stock, all of the same class and of the par value of ten (\$10.00) dollars per share, and the amount of total authorized capital of the corporation shall be five thousand (\$50,000.00) dollars. The amount of capital stock with which the corporation will begin business is ninety (90) shares of said authorized capital stock of the aggregate value of ten (\$10.00) dollar to be paid for in accordance with the subscription list attached hereto marked Exhibit "A" and incorporated herein by reference.

To the extent of the authorized capital stock, the Board of Directors may issue stock for such consideration, not less than the par value thereof, as may be decided from time to time by the Board of Directors.

ARTICLE V

The name of post office address of the officer or agent designated by the Incorporation to receive subscriptions to the capital stock is Gerald T. Durbin, 223 County Road 109, Wilsonville, AL 35186.

ARTICLE VI

The names and post office addresses and the number of shares subscribed for by each subscriber are as follows:

NAME	PO ADDRESS	NO. OF SHARES
Albert L. Jackson	8657 Harvest Ridge Drive Montgomery, Alabama 36116	30
Gerald T. Durbin	223 County Road 109 Wilsonville, Alabama 35186	30
John W. Logan	109 Bethmanor Prattville, Alabama 36067	30

The names and post office addresses of the directors of the corporation for the first year are as follows:

NAME	PO ADDRESS
Albert L. Jackson	8657 Harvest Ridge Drive Montgomery, Alabama 36116
Gerald T. Durbin	223 County Road 109 Wilsonville, Alabama 35186
John W. Logan	109 Bethmanor Prattville, Alabama 36067

The names and post office addresses of the officers of the corporation chosen for the first year are as follows:

NAME	OFFICE HELD	PO ADDRESS
Albert L. Jackson	President	8657 Harvest Ridge Drive Montgomery, Alabama 36116
Gerald T. Durbin	vice-president	223 County Road 109 Wilsonville, Alabama 35186
John W. Logan	Secretary-Treasurer	109 Bethmanor Prattville, Alabama 36067

ARTICLE VII

The period of the duration of the corporation shall be unlimited and perpetual.

ARTICLE VIII

The corporate powers shall be exercised by the Board of Directors, except as otherwise provided by statute or by this Certificate of Incorporation. In furtherance and not in limitation of the power conferred by statute, the Board of Directors is expressly authorized:


- (a) To make and alter the by-laws of the corporation, but by-laws made by the directors may be altered or repealed by the directors of stockholders.
- (b) To fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of any accumulated profits shall be declared and paid as dividends; to determine the date or dates of the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in.

The corporation may, in its by-laws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon it by statute.

ARTICLE IX

Attached hereto, marked Exhibit "A" and made a part hereof, is a true and correct copy of the subscription list showing the amount of capital stock in the corporation subscribed for by each of said incorporators and the manner in which such subscriptions shall be discharged. Attached hereto, marked Exhibit "B" and made part hereof, is a statement under oath made by Gerald T. Durbin, the officer or agent authorized by the incorporators to receive subscriptions to the capital stock of the corporation, showing the amount of capital stock of the corporation which has been paid in.

IN WITNESS HEREOF, the undersigned incorporate have subscribed their signatures to this Certificate of Incorporation, this 24 day of April, 1992


Albert L. Jackson


Gerald T. Durbin

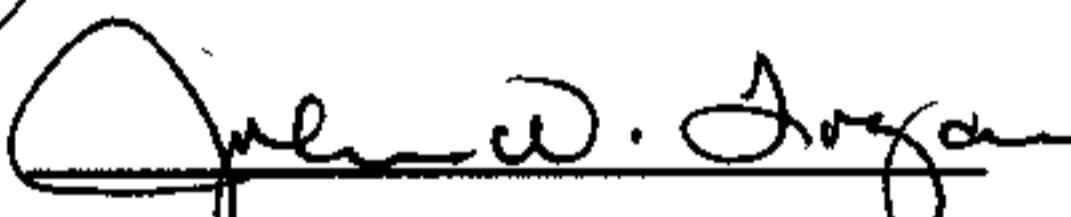

John W. Logan

EXHIBIT 'A'

**SUBSCRIPTION LIST OF THE CAPITAL STOCK OF
DOCUMENT PROCESSING CONVERSION OF ALABAMA, INC.**

We, the undersigned, do respectively subscribe for and agree to pay for the number of shares of the common capital stock of Document Processing Conversion of Alabama, Inc., a corporation proposed to be organized under the laws of the State of Alabama, as set opposite our respective signatures hereunder, and to pay therefor forthwith upon the organization of the said corporation, it being understood and agreed that the shares subscribed for by all of the undersigned will be paid in cash and equipment for each share of stock hereunder subscribed.

WITNESS our hands this 24 day of April, 1992

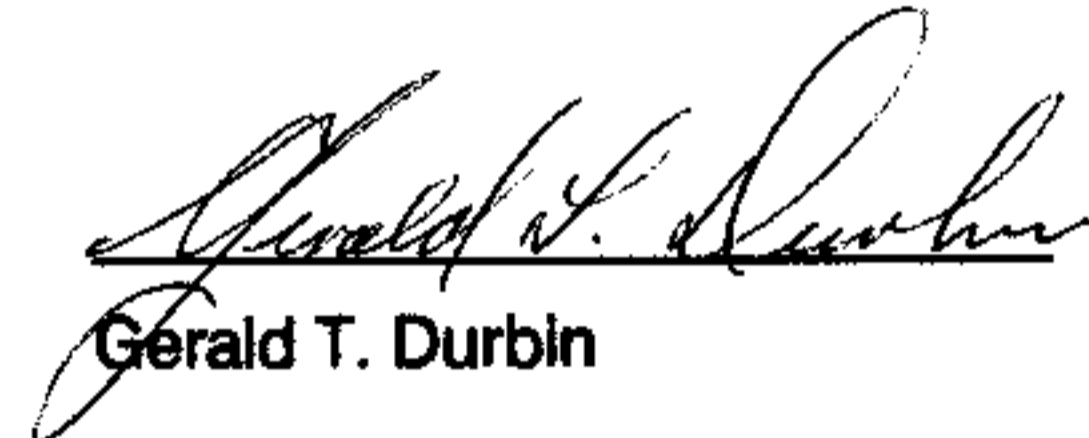
NAME	PO ADDRESS	NO. OF SHARES
Albert L. Jackson	8657 Harvest Ridge Drive Montgomery, Alabama, 36116	30
Gerald T. Durbin	223 County Road 109 Wilsonville, Alabama, 35186	30
John W. Logan	109 Bethmanor Prattville, Alabama 36067	30

EXHIBIT "B"

STATE OF ALABAMA

SHELBY COUNTY

Before me, a Notary Public in and for said County and State, personally appeared Gerald T. Durbin, who is known to me and who, being by me first duly sworn according to law, deposes and say that he is the officer or agent designated and authorized by the incorporators of Document Processing Conversions of Alabama, Inc., a corporation proposed to be incorporated under the laws of the State of Alabama, to receive the subscriptions to the capital stock of said corporation; that the number of shares of capital stock subscribed for is ninety (90) shares of common stock having a par value of ten (\$10.00) dollars per share; that the total paid-in capital with which the corporation will begin business is nine hundred (\$900.00) dollars; that this certificate is appended to a copy of the subscription list to the capital stock of said corporation, marked Exhibit "A" and made a part hereof; that each of the said incorporators and subscribers to the said capital stock has paid in the full amount his subscription by causing to be delivered to affiant \$900.00 dollars in the aggregate net amount of their respective subscriptions for delivery to said corporation upon completion of the organization thereof.


Gerald T. Durbin

Sworn to and subscribed to before me this 24 day of April, 1992.



STATE OF ALABAMA

I, Billy Joe Camp, 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, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Document Processing Conversion of Alabama, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Gerald Durbin, 223 County Rd #109, Wilsonville, AL 35186 for a period of one hundred twenty days beginning March 30, 1992 and expiring July 29, 1992.



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.

March 30, 1992

Date

A handwritten signature in dark ink, appearing to read 'Billy Joe Camp', written over a horizontal line.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

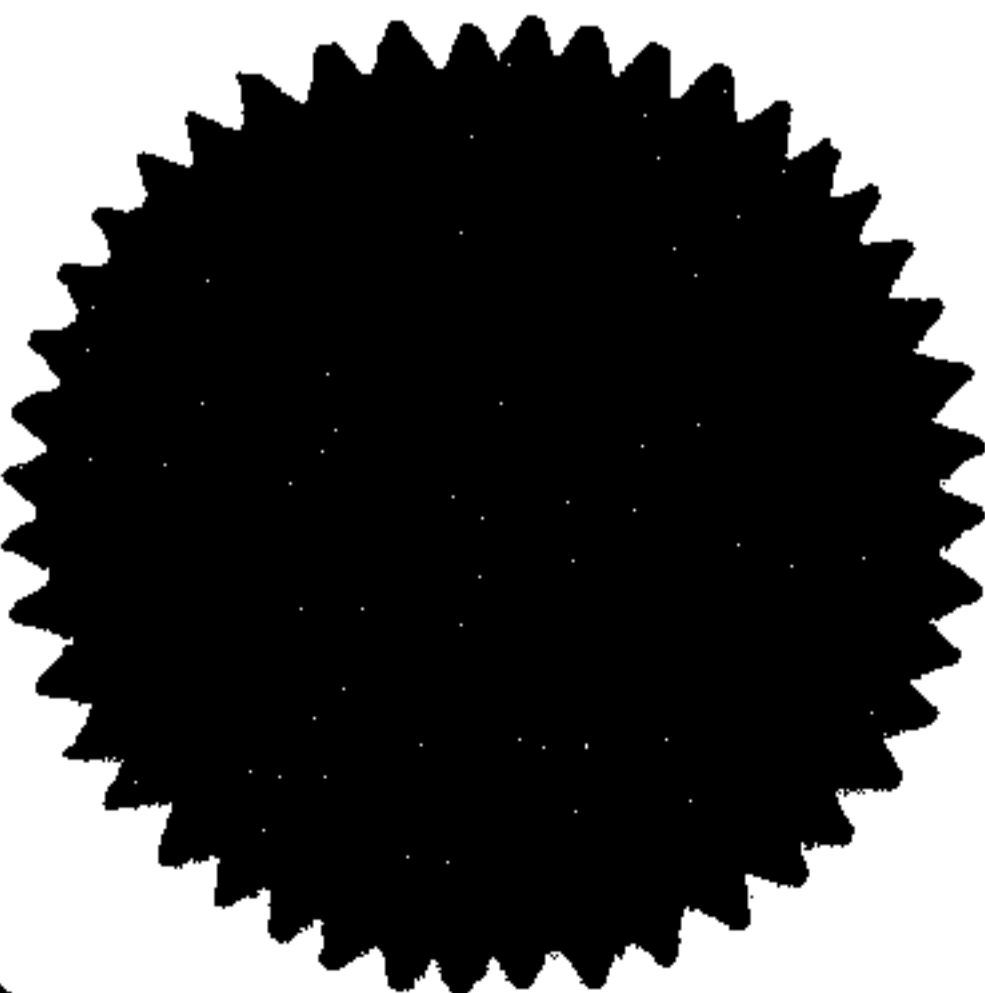
DOCUMENT PROCESSING CONVERSION OF ALABAMA, INC.

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 DOCUMENT PROCESSING CONVERSION OF ALABAMA, 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 DOCUMENT PROCESSING CONVERSION OF ALABAMA, INC. and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 24 day of APRIL, 19 92.


Judge of Probate



04/24/1992-5795
03:33 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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