

ARTICLES OF INCORPORATION
OF
CARDEN SYSTEM CONSULTANTS, INC.

The undersigned, acting as the incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is Carden System Consultants, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are as follows:

(a) To buy, sell, import, export, and otherwise deal in and with computers, computer components, and related products; to develop, patent, copyright, or otherwise protect and exploit new inventions, designs, and systems in computer sciences; and to provide instruction in the operation of computers, software applications and related products.

(b) To engage in any industrial, manufacturing, mining, merchantable, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

(c) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real property, or any interest therein;

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(f) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and,

(g) To transact any or all lawful business for which

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corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000, Common Stock of the par value of \$1.00.

FIFTH: The address of the initial registered office of the corporation is 2567 Willow Brook Circle, Birmingham, Alabama 35242 and the name of its registered agent at such address is Gregory W. Carden.

SIXTH: The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the person who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Mary Alyce Carden	2567 Willow Brook Circle Birmingham, AL 35242
Gregory W. Carden	2567 Willow Brook Circle Birmingham, AL 35242

SEVENTH: The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
William J. Bryant	2101 6th Avenue North Suite 700 Birmingham, AL 35203

Dated this 3rd day of January, 1994.



William J. Bryant

THIS INSTRUMENT PREPARED BY:
William J. Bryant
GORHAM & WALDREP, P.C.
2101 6th Avenue North
Suite 700
Birmingham, Alabama 35203

STATE OF ALABAMA

I, Jim Bennett, 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:

Carden System Consultants, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of William J. Bryant, 2101 6th Avenue North Suite 700, Birmingham, AL 35203 for a period of one hundred twenty days beginning December 20, 1993 and expiring April 20, 1994.



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.

December 20, 1993

Date

Jim Bennett

A handwritten signature in cursive script that reads 'Jim Bennett'.

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

CARDEN SYSTEM CONSULTANTS, 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 CARDEN SYSTEM CONSULTANTS, 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 CARDEN SYSTEM CONSULTANTS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 4 day of JANUARY, 19 94.

Thomas A. Snowden Jr.

Judge of Probate
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