

This instrument prepared, to-wit:
MARCUS L. WHATLEY
ATTORNEY AT LAW
1240 Highway 31, South
Jessup Building--Suite 203A
Post Office Box 1812
Alabaster, Alabama 35007-1812
(205) 620-9888

Inst # 1997-04914

ARTICLE(S) OF INCORPORATION
OF

NEW TECH CONSULTING SERVICES, INC.
AN ALABAMA CORPORATION

KNOW ALL MEN BY these presents, that the undersigned, whether one (1) or more, in order to form a corporation under and/or pursuant unto the law(s) of the State of Alabama, hereby adopt the hereinafter Article(s) of Incorporation, to-wit:

1. NAME: The name of said corporation shall be **NEW TECH CONSULTING SERVICES, INC..**
2. PERIOD OF DURATION: - The period for the duration of said corporation shall be perpetual.
3. PURPOSE(S): The purpose(s) for which said corporation is organized is(are) the transaction of any and all lawful business for which corporations may be incorporated under and/or pursuant unto the Alabama Business Corporation Act, specifically including but without limitation thereby, software implementation.

AUTHORIZED SHARE(S): The aggregate number of share(s) of stock which said corporation shall have the authority to issue shall be One Thousand (1000) share(s) of common stock of the par value of One and no/100 Dollars (\$1.00) per share.
5. REGISTERED OFFICE/INITIAL REGISTERED AGENT(S): The location and mailing address of said corporation's registered office and the name(s) of said corporation's initial registered agent(s) at such address shall be 189 GRANDE VIEW LANE, MAYLENE, ALABAMA 35114 and POST OFFICE BOX 157, MAYLENE, ALABAMA 35114-0157; DONALD M. GARDNER.
6. INITIAL BOARD OF DIRECTORS: The initial Board of Directors of said corporation shall consist of three

02/14/1997-04914
02:14 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

DMG

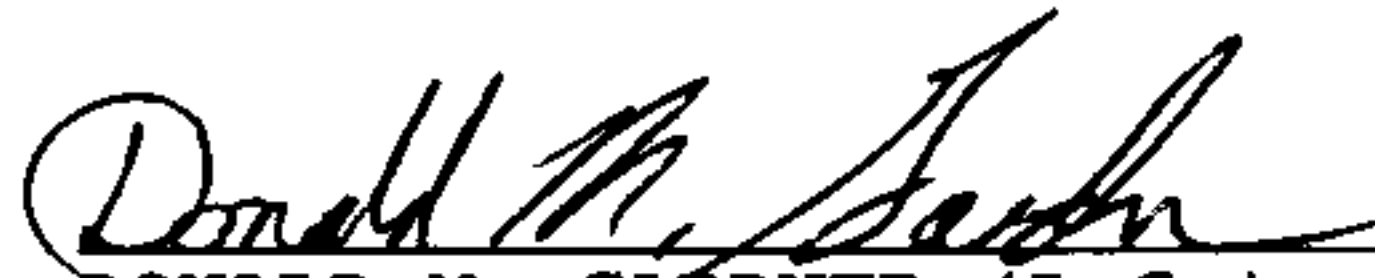
ARTICLE(S) OF INCORPORATION
OF
NEW TECH CONSULTING SERVICES, INC.
AN ALABAMA CORPORATION
Page Two (2) of Three (3)

(3) persons. The name(s) and address(es) of said persons who shall serve therein until the first (1st) annual meeting of the shareholder(s) of said corporation or until the successor(s) to such Director is(are) elected and qualify shall be (1) ROXANNE D. GARDNER of 189 GRANDE VIEW LANE, MAYLENE, ALABAMA 35114; (2) DONALD M. GARDNER of 189 GRANDE VIEW LANE, MAYLENE, ALABAMA 35114; and (3) KIMBERLY G. TATUM of 816 SIOUX LANE, HATTIESBURG, MISSISSIPPI 39402.

7. INCORPORATOR(S): The name(s) and address(es) of the incorporator(s) shall be DONALD M. GARDNER of 189 GRANDE VIEW LANE, MAYLENE, ALABAMA 35114.

DONE and EXECUTED upon this the 14th day of February, 1997.

NEW TECH CONSULTING SERVICES,
INC.
By:

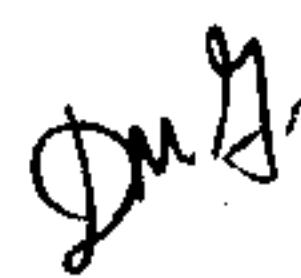

DONALD M. GARDNER (L.S.)
Incorporator(s)

Donald M. Gardner
DONALD M. GARDNER (T.S.)
Incorporator(s)

STATE OF ALABAMA)
SHELBY COUNTY)

Verification

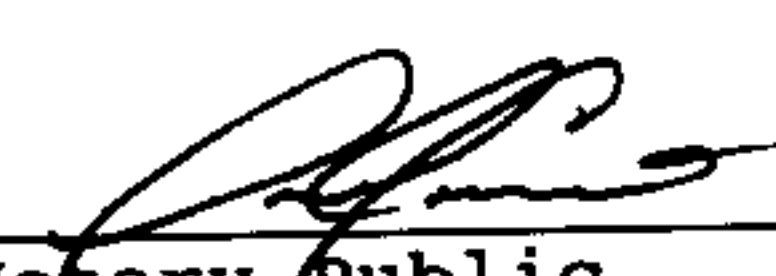
Before me, the undersigned Notary Public, in and for said County, in and for said State, personally appeared the Incorporator(s), Donald M. Gardner, who being known to me and who executed the above and foregoing instrument did severally



ARTICLE(S) OF INCORPORATION
OF
NEW TECH CONSULTING SERVICES, INC.
AN ALABAMA CORPORATION
Page Three (3) of Three (3)

acknowledge that he(they) executed same freely and for the
purpose(s) herein named and expressed.

Sworn to and subscribed before me this the 14 day of
February, 1997.


Notary Public
My Commission expires: 18th
day of November, 1998.

DMR

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 10-2B-4.02, 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:

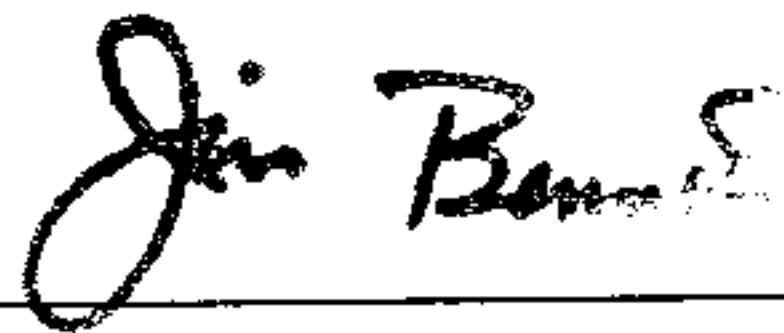
New Tech Consulting Services, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Marcus L Whatley, P O Box 1812, Alabaster, AL 35007 for a period of one hundred twenty days beginning February 3, 1997 and expiring June 4, 1997.

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, 1997

Date



Jim Bennett

Secretary of State



Inst # 1997-04914

02/14/1997-04914
01:58 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 90.00