

ARTICLES OF INCORPORATION

OF

BLOOMBERG TECHNOLOGY, INC.

ARTICLE I: NAME

The name of the corporation is Bloomberg Technology, Inc.

ARTICLE II: OBJECTS

The object or objects for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but not limited to computer consulting services.

ARTICLE III: PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the corporation's principal office shall be 948 Riverchase Parkway West, Birmingham, Alabama 35244, and the name of its initial registered agent authorized to receive service of process is Rebecca R. Bloomberg whose address is 948 Riverchase Parkway West, Birmingham, Alabama 35244.

ARTICLE IV: AUTHORIZED CAPITAL STOCK

The number of shares of capital stock the corporation is authorized to issue is 1,000 shares of common stock, par value \$1.00 per share. All stock shall be common stock and nonassessable.

The name and address of the incorporator and the number of shares of stock subscribed by him are as follows:

✓ Steve Bloomberg
948 Riverchase Parkway West
Birmingham, Alabama 35244

Inst # 2000-34216

09/28/2000-34216
11:13 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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ARTICLE V: INCORPORATORS, DIRECTORS AND OFFICERS

INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>DOLLAR AMOUNT</u>
Steve Bloomberg	948 Riverchase Pkwy. W. Birmingham, Alabama 35244	1000	\$1000.00

NAME AND ADDRESS OF DIRECTOR

Rebecca R. Bloomberg
948 Riverchase Parkway West
Birmingham, Alabama 35244

NAME AND ADDRESS OF OFFICER

Rebecca R. Bloomberg, President
948 Riverchase Parkway West
Birmingham, Alabama 35244

ARTICLE VI: POWERS

The corporation shall possess all the powers necessary to conduct the business or businesses, and to carry out the objects expressed herein and all of those expressly conferred upon the corporation by the laws of the State of Alabama, as well as those necessarily implied; the corporation has perpetual duration and succession in its corporate name and has the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, including without limitation, and together with, the following additional powers:

- (1) To sue and be sued, complain and defend in its corporate name;
- (2) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it or in any manner reproducing it;
- (3) To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;
- (4) To purchase, receive, lease, or otherwise acquire, and own, hold, improve, use, and otherwise deal with, real or personal property, or any legal or equitable interest in property, wherever located;
- (5) To sell, convey, mortgage, pledge, lease, exchange, and otherwise dispose of all or any part of its property;

(6) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

(7) To make contracts, including guarantee and suretyship contracts and indemnity agreements, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), secure any of its obligations (or the obligations of others for whom it can make guarantees, whether or not a guarantee is made) by mortgage or pledge of or creation of security interests in any of its property, franchises, or income, and, without limiting the generality of the foregoing:

a. Make contracts of guarantee and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation, and

b. Make contracts of guarantee and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of

(i) An entity that is wholly owned, directly or indirectly, by the contracting corporation, or

(ii) A person that owns, directly or indirectly, all of the outstanding stock of the contracting corporation, or

(iii) An entity that is wholly owned, directly or indirectly, by a person that owns, directly or indirectly, all of the outstanding stock of the corporation;

(8) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(9) To be a promoter, incorporator, partner, member, trustee, associate, or manager of any domestic or foreign corporation, partnership, joint venture, trust, or other entity;

(10) To conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state;

(11) To elect directors and appoint officers, employees, and agents of the corporations, define their duties, fix their compensation, and lend them money and credit;

(12) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, or other welfare, benefit or incentive plans for any or all of its current, future, or former directors, officers, employees, and agents;

(13) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(14) To transact any lawful business that will aid governmental policy;

(15) To make payments or donations, or do any other act, not inconsistent with law, that furthers the business and affairs of the corporation.

ARTICLE VII: RESTRICTIONS

There shall be no restrictions on the corporation's capital stock.

ARTICLE VIII: MISCELLANEOUS

A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken, or failure to take action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm by such director on the corporation or its shareholders; (iii) a violation of section 10-2B-8.33 of the Alabama Business Corporation act or any successor provision to such section; (iv) an intentional violation by such director of criminal law; or (v) a breach of such director's duty of loyalty to the corporation or its shareholders. If the Alabama Business Corporation Act, or any successor statute thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of a director of the corporation in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or any successor statute thereto. Any repeal or modification of this provision by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name on this the 27th day of SEPTEMBER, 2000, at Birmingham, Alabama.

Name

Lewis Webb
Witness

These Articles of Incorporation Prepared By:

Charles C. Dawson, Jr.
JACKSON, FRALEY & SHUTTLESWORTH, P.C.
1740 Oxmoor Road, Suite E
Birmingham, Alabama 35209
(205) 870-9797

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:

Bloomberg Technology, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Steve Bloomberg, 1740 Oxmoor Rd Ste E, Birmingham, AL 35209 for a period of one hundred twenty days beginning September 25, 2000 and expiring January 24, 2001.



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.

September 25, 2000

Date

Jim Bennett

Secretary of State

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