

ARTICLES OF INCORPORATION

OF

SOFTWARE SOUTH, INC.

The undersigned, Amy B. Enman, being over the age of nineteen (19) years and acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for said corporation.

FIRST - NAME

The name of the corporation is Software South, Inc.

SECOND - SHARES

The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5000) shares of common stock with a par value of One Dollars (\$1.00) per share.

THIRD - REGISTERED AGENT

The location and mailing address of the initial registered office of the corporation is 6040 Woodvale Road, Helena, Shelby County, Alabama, 35080, and the name of its initial registered agent at such address is Amy B. Enman.

FOURTH - INCORPORATORS

The name and address of each incorporator is:

Amy B. Enman
6040 Woodvale Road
Helena, Alabama 35080

Inst # 2000-39390

11/14/2000-39390
09:47 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MMB 105.00

FIFTH - DIRECTORS

The number of Directors constituting the initial board of directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until her successors are elected and shall qualify is:

Amy B. Enman
6040 Woodvale Road
Helena, Alabama 35080

SIXTH - PURPOSE

The purpose for which this corporation is organized is 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, the development, modification and sale of computer software to members of the general public, including corporations, partnerships and individuals; and engage in any and all activities directly or indirectly advisable for the general purposes of the corporation.

SEVENTH - POWERS

This corporation shall have all the powers necessary or convenient to effectuate its purposes; including, but not limited to the following:

- A. To purchase, own, sell, lease and otherwise acquire and dispose of land, buildings, equipment, supplies and services necessary for the operation of said corporation.
- B. To borrow and lend money and to give or take security therefor by way of mortgage, pledge, transfer or assignment of real or personal property of every nature and description.
- C. To draw, make, accept, endorse, discount, execute any promissory notes, drafts, bills of exchange, warrants, debenture, and other negotiable or transferable instruments.
- D. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise property of every kind and description or any interest therein.
- E. To enter into, make and perform contracts of every kind for any lawful purpose under the Alabama Business Corporation Act with any person, firm, association, corporation, town, city, county, state, territory, government or governmental subdivision.
- F. To issue bonds, debentures or other obligations of this Corporation

from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

G. To transact any lawful business which corporations may transact under the Alabama Business Corporation Act.

H. In carrying out the foregoing purposes, the corporation shall at all times have and may exercise all of the powers now or hereafter granted or permitted by the laws of the State of Alabama and any act therein as fully and to the same extent as a natural person might or could do. The Corporation need not carry out or engage in the pursuit of all of the foregoing purposes, but it shall be sufficient if at any time the Corporation is engaged in any one or more of such purposes. The above clauses shall be construed as purposes and powers and nothing shall be deemed to limit or exclude, in any manner, any right, power or privilege given to the Corporation by law or the authority which it is or might be permitted to exercise under the laws of the State of Alabama. All words and clauses appearing in these Articles are used in their broadest sense and are intended to be so construed.

EIGHTH - DURATION

The period of its duration is perpetual.


NINTH - BYLAWS

The incorporator reserves the right to adopt the initial bylaws of the corporation until the initial meeting of the Board of Directors.

TENTH - DIRECTOR'S LIABILITY

The liability of a director to the corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director, except liability for (A) the amount of a financial benefit received by a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of §10-2B-8.33, Code of Alabama; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders, shall be limited to Ten and 00/100 (\$10.00) Dollars.

IN WITNESS WHEREOF, I have hereunto subscribed my name to these Articles of Incorporation on this 9th day of November, 2000.



Amy B. Enman - Incorporator

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:

Software South, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Harry Blalock, PO BOX 59767, Birmingham, AL 35259 for a period of one hundred twenty days beginning July 12, 2000 and expiring November 10, 2000.

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 12, 2000

Date

Jim Bennett

Secretary of State

Inst # 2000-39390

**11/14/2000-39390
09:47 AM CERTIFIED**

SHELBY COUNTY JUDGE OF PROBATE

005 NMB 105.00