

ARTICLES OF INCORPORATION
Of
Next Generation Software Inc.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Alabama, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is:

Next Generation Software Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

3621 Southern Blvd.
Birmingham, AL 35242

ARTICLE III
SHARES

The total number of shares that the corporation shall have authority to issue is:

1000 shares with the par value of \$1.00 per share.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address are:

✓ Timothy M. Langlois
Next Generation Software Inc.
3621 Southern Blvd.
Shelby County
Birmingham, AL 35242

Inst # 2001-49599

11/15/2001-49599
12:56 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 CH 105.00

ARTICLE V PURPOSE

The purpose of the corporation is:

Consulting and to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The name and residence addresses of the persons constituting the initial board of directors are:

Timothy M. Langlois
3621 Southern Blvd.
Birmingham, AL 35242

Warrene O. Langlois
3621 Southern Blvd.
Birmingham, AL 35242

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII FISCAL YEAR

The fiscal year of the corporation will end each year on December 31.

ARTICLE VIII OFFICERS

The following persons will be elected to fill the respective offices:

President: Timothy M. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-991-2742

Vice President: Warrene O. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-991-2742

Treasurer: Timothy M. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-991-2742

Secretary: Warrene O. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-991-2742

Business transactions between the corporation and its officers and directors will be allowed.

ARTICLE IX SHAREHOLDERS

Name: Timothy M. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-408-0457
Percentage ownership of corporation: 51%
Amount to contribute: \$510.00

Name: Warrene O. Langlois
Address: 3621 Southern Blvd.
City, State, Zip: Birmingham, AL 35242
Telephone: 205-408-0457
Percentage ownership of corporation: 49%
Amount to contribute: \$490.00

ARTICLE X OTHER PROVISIONS

Preemptive Rights: The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest: In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal: The corporation shall have no corporate seal.

Execution of Written Instruments: All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or Vice President and the Secretary or Treasurer. The President or Vice President may execute all other instruments executed by the corporation, including a release of mortgage or lien. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

CERTIFICATION

We certify that we have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


3621 Southern Blvd.

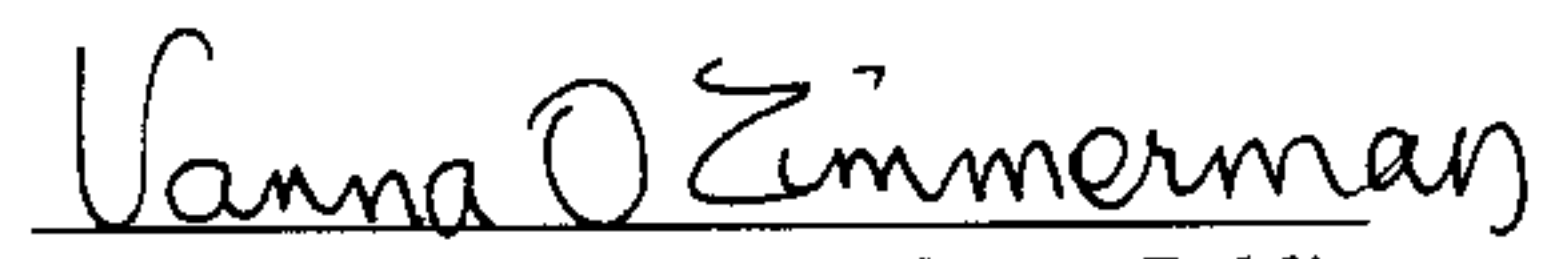
Timothy M. Langlois, Incorporator
Birmingham, AL 35242


3621 Southern Blvd.

Warrene O. Langlois, Incorporator
Birmingham, AL 35242

State of Alabama, County of Shelby, Ss:

Subscribed and sworn to (or affirmed) before me this 15th day of November 2001


Notary Public
exp: 11/9/02

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:

Next Generation Software Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Timothy Langloas, 3621 Southern Blvd, Birmingham, AL 35242 for a period of one hundred twenty days beginning October 31, 2001 and expiring March 1, 2002.



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.

October 31, 2001

Date

Jim Bennett

A handwritten signature in dark ink, appearing to read 'Jim Bennett', is written over a horizontal line.

Secretary of State

Inst # 2001-49599

11/15/2001-49599
12:56 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 CH 105.00