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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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By C10930

BUSINESS CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is OSD Systems Associates, Inc.
2. The period of its duration is perpetual.
3. The specific purpose or purposes for which the corporation is organized are:

To act as consulting designers for OSD Systems and the transaction of any and all lawful business for which businesses may be incorporated under the Rhode Island Business Incorporation Act and engineers may be licensed under the laws of the State of Rhode Island.

4. The aggregate number of shares, which the corporation shall have authority to issue, is: 2000.

(a) *If only one class:* Total number of shares 2000.

Par value of shares (or a statement that all of such shares are to be without par value)
Common Stock, without par value.

or

(b) *If more than one class:* Total number of shares:

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

6. Provisions, if any, for the regulation of the internal affairs of the corporation:
If any stockholder shall at any time desire to sell his stock, or any part thereof, he shall, before offering to sell the same to any other party, offer in writing to sell the same to this corporation at the lowest price and on the most favorable terms at which he is willing to sell the same. The stockholders of the corporation exclusive of the stockholder offering the shares for sale, shall elect whether or not to accept said offer within thirty (30) days of receipt. If the Stockholders of the corporation, exclusive of the stockholder offering the shares for sale, shall elect to accept said offer, written notice shall be given the stockholder by mailing the same to him at his address as shown on the books of the corporation. The corporation shall have an additional thirty (30) days after the date of acceptance to make payment for such stock. If the stockholders of the corporation, exclusive of the stockholder offering the shares

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for sale, shall not elect to accept said offer, the stockholder may sell said stock to any other party provided said sale is made within sixty (60) days from the making of such offer to the corporation and at no lower price nor on more favorable terms than offered the corporation. The stockholders of the corporation, exclusive of the stockholder offering the shares for sale, may waive the requirements of this provision at any time.

The address of the initial registered office of the corporation is
45 Astral Avenue
East Providence, RI 02915

and the name of its initial registered agent at such address is Arthur M. Read, II.

7. The number of directors constituting the initial board of directors of the corporation is None and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

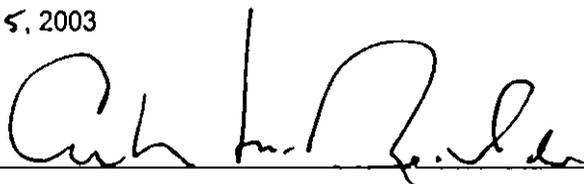
<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Dean R. Monsees	45 Astral Avenue, East Providence, RI 02915
Vice-President	Vacant	
Secretary	Arthur M. Read, II	5 Kenmore Court, Barrington, RI 02806
Treasurer	James M. Reilly	45 Astral Avenue, East Providence, RI 02915

8. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Arthur M. Read, II	5 Kenmore Court, Barrington, Rhode Island 02806

9. Date when corporate existence is to begin. ^{November} ~~October~~ 5, 2003

Date: October 31, 2003



Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF KENT

In Warwick, on this 31st day of October, 2003, personally appeared before me Arthur M. Read, II, each and all known to me and known by me to be the party executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.


Notary Public: Mary-Ann McGinnes
My Commission Expires: June 13, 2005