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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4003

CM

From: Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

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FOREIGN PROFIT QUALIFICATION

Interactive Software of Texas, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Interactive Software, Inc. d.b.a. Interactive Software of Texas, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Dallas, Texas 3. 75-2404816
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 12/12/91 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon authorization
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 14114 Dallas Parkway, Suite 575
Dallas, Texas 75240
(Current mailing address)

8. To sell products & services to state & local agencies in the state of Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Florida Incorporators, Inc.

Office Address: 1221 Brickell Avenue, Suite 900

Miami, Florida, 33131
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Florida Incorporators, Inc.
by: 
(Registered agent's signature) Mark Hankins, President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)
Florida Incorporators, Inc. 1221 Brickell Ave Ste. 900
Miami FL 33131 (305) 661-8503 H99000012092

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Rickey Wynn

Address: 14114 Dallas Parkway, Suite 575

Dallas, Texas 75240

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Rickey Wynn

Address: 14114 Dallas Parkway, Suite 575

Dallas, Texas 75240

Vice President: Kathy Blanck

Address: 14114 Dallas Parkway, Suite 575

Dallas, Texas 75240

Secretary: Vanessa Wynn

Address: 14114 Dallas Parkway, Suite 575


Dallas, Texas 75240

Treasurer: Vanessa Wynn

Address: 14114 Dallas Parkway, Suite 575

Dallas, Texas 75240

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rickey Wynn - President/CEO
(Typed or printed name and capacity of person signing application)

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RESOLUTION

ADOPTION OF A TRADE NAME

WE, being the Board of Officers and Directors of Interactive Software, Inc., a Texas Corporation, on this date of May 18, 1999 adopt the following name as our Trade name for use in the State of Florida:

INTERACTIVE SOFTWARE OF TEXAS, INC.

The undersigned being the Officers and Directors of this corporation, hereby adopts this resolution:

Rickey Wynn
RICKEY WYNN, PRESIDENT

Kathy Blanck
KATHY BLANCK, VICE PRESIDENT, SALES AND MARKETING

Rickey Wynn
RICKEY WYNN, DIRECTOR

Kathy Blanck
KATHY BLANCK, DIRECTOR

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The State of Texas

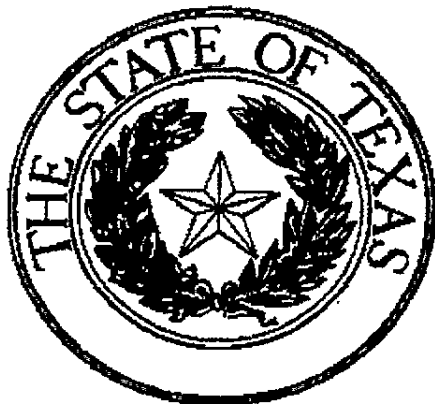
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**IT IS HEREBY CERTIFIED that
Articles of Incorporation of**

**INTERACTIVE SOFTWARE, INC.
File No. 1214766-0**

**were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.**



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on May 17, 1999.*

**Elton Bomer
Secretary of State**

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