

TRANSMITTAL LETTER

P00000002766

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ManageSoft, Inc.
(Proposed corporate name - must include suffix)

800003086748-7
-01/04/00-01011-006
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Keith Jennings
Name (Printed or typed)

916 1/2 Palmer Ave.
Address

Winter Park, FL. 32789
City, State & Zip

407-647-2879
Daytime Telephone number

FILED
2000 JAN -3 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED

2000 JAN -3 PM 2:02

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

ManageSoft, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 217

Winter Park, FL. 32790

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares at \$1 (one dollar) a share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Keith Jennings

916 1/2 Palmer Ave.

Winter Park, FL 32789

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Keith Jennings

916 1/2 Palmer Ave.

Winter Park, FL. 32789

Keith Jennings
Signature/Incorporator

12/30/99

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Keith Jennings
Signature/Registered Agent

12/30/99

Date