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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: GRADIENT SALES, INC.

AUDIT NUMBER.....H97000007018

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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H 97000007018

ARTICLES OF INCORPORATION
OF
GRADIENT SALES, INC.

97 APR 29 AM 10:10
FILED
CLERK OF COURT
STATE OF FLORIDA
CORPORATE DIVISION

ARTICLE I. NAME

The name of this corporation shall be GRADIENT SALES, INC..

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Dept. of State Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of software sales engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000.00 (\$1.00) par value shares of common capital stock.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 3 (three). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

HERB SPOKANE	5851 Holmberg Road, #421, Parkland, Florida 33067
RONALD G. TEBLUM	9073 N.W. 53rd Street, Coral Springs, Florida 33067
ALAN LUBOFF	10097 Cleary Blvd., #211, Plantation, Florida 33324

This document was prepared by: Benjamin H. Halre, Attorney-at-Law, 5100 West Copans Road, Suite #900, Margate, Florida 33063; PH: (954) 674-9340; FL Bar #311723.

Articles Of Incorporation Of GRADIENT SALES, INC.

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ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office is:

9073 N.W. 53rd Street
Coral Springs, Florida 33067

And the address of this corporation's initial registered office shall be:

9073 N.W. 53rd Street
Coral Springs, Florida 33067

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

ROANLD G. TEBLUM

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

BENJAMIN H. HAIRE, Attorney-at-Law
5100 West Copans Road, Suite #900
Margate, Florida 33063

This document was prepared by: Benjamin H. Haire, Attorney-at-Law, 5100 West Copans Road, Suite #900, Margate, Florida 33063; PH: (954) 974-9340; FL Bar #311723.

Articles Of Incorporation Of GRADIENT SALES, INC.

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ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Benjamin H. Haire

BENJAMIN H. HAIRE - Incorporator

State Of Florida
County Of Broward

On April 22, 1997, BENJAMIN H. HAIRE, designated above as the individual who shall serve as the corporation's incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of GRADIENT SALES, INC..

Jennifer L. Seely
JENNIFER L. SEELY, Notary Public



JENNIFER L. SEELY
COMMISSION # CC625484
EXPIRES MAR 02, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

Commission Expiration Date & Commission Number:

(SEAL)

This document was prepared by: Benjamin H. Haire, Attorney-at-Law, 5100 West Copark Road, Suite #900,
Margate, Florida 33003; PH: (954) 974-9340; FL Bar #311723.

Articles Of Incorporation Of GRADIENT SALES, INC.

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I hereby accept my designation as resident agent and agree to serve as the resident agent of GRADIENT SALES, INC.. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for GRADIENT SALES, INC..

~~RONALD G. TEBLUM~~ - Registered Agent

State Of Florida
County Of Broward

On April 29, 1997 RONALD G. TEBLUM, designated above as the individual who shall serve as the corporation's initial registered agent, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of GRADIENT SALES, INC..

Jennifer L. Seely
JENNIFER L. SEELY, Notary Public



Commission Expiration Date & Commission Number:

(SEAL)

FILED
97 APR 29 AM 10:10
SECRETARY OF STATE
TALLAHASSEE - FLORIDA

This document was prepared by: Benjamin H. Haire, Attorney-at-Law, 5100 West Copans Road, Suite #900, Margate, Florida 33063; PH: (954) 974-9340; FL Bar #311723.

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