

F95000005297

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Innovative Software, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Bartosz Maslanka
(Name of Person)

Innovative Software, Inc. of N. Carolina
(Firm/Company)

4410 NW 21st Terr
(Address)

Gainesville FL 32605
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Bart

(Name of Person)

at (904) 372-4736
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 27 AM 10:04

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Barbara Thompson, do hereby certify
that this Resolution of the Board of Directors of Innovative Software Inc.,
a corporation duly organized and existing under the laws of the State of North Carolina,
was duly adopted on October 24, 1995.

Resolved, that Innovative Software Inc., organized
and existing in the State of North Carolina, hereby adopts the
name Innovative Software Inc. of Florida for use in Florida.

Dated: 10/24/95

[Signature]
Signature of at least one director

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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. Innovative Software, Inc. ~~of North Carolina~~
(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. North Carolina
(State or country under the law of which it is incorporated)
3. 56-1939846
(FEI number, if applicable)
4. 7/21/95
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. October 10, 1995
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 5421 Castillo Road
Winston-Salem, NC 27106
(Current mailing address)
8. Software development
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Bartosz Maslanka
Office Address: 4410 NW 21st Terr
Gainesville, Florida, 32605
(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.

Bartosz Maslanka
(Registered agent's signature)

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.

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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Bartosz Maslanka

Address: 4410 NW 21st Terr

Gainesville FL 32605

Director: Marian Szczesniak

Address: 5921 Castillo Road

Winston-Salem NC 27106

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

President: Bartosz Maslanka

Address: 4410 NW 21st Terr

Gainesville FL 32605

Vice President: Marian Szczesniak

Address: 5921 Castillo Road

Winston-Salem NC 27106

Secretary: Marian Szczesniak

Address: (same)

Treasurer: Marian Szczesniak

Address: (same)

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

13. Bartosz Maslanka

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

14. Bartosz Maslanka, President

(Typed or printed name and capacity of person signing application)

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

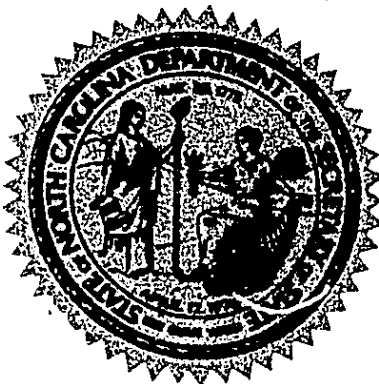
CERTIFICATE OF EXISTENCE

I, RUFUS L. EDMISTEN, Secretary of State of the State of North Carolina, do hereby certify that

INNOVATIVE SOFTWARE, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 21st day of July, 1995, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has not** yet been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16th day of October, 1995.

Rufus L. Edmisten

Secretary of State

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DIVISION
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