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305-350-9148

FL INCORPORATORS INC

PAGE 01

4/27/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:27

((H98000007880 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: FLORIDA INCORPORATORS, INC.
CONTACT: MARK HANKINS
PHONE: (305) 350-5221

ACCT#: 075350000473

FAX #: (305) 350-9148

NAME: SOFT SCIENCE LABS, INC.

AUDIT NUMBER.....H98000007880

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 84

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

98 MAY 12 AM 11:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED
5/12

April 27, 1998

FLORIDA INCORPORATORS, INC.

SUBJECT: SOFT SCIENCE LABS, INC.
REF: W98000009369

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A certificate of existence, dated no more than 90 days prior to

+ NEXT, - PREV, 1. MENU, 2. FILING
7. LIST, 8. NEXT FILING ON LIST, 9. PREV FILING ON LIST
ENTER SELECTION AND CR:

the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that what you submitted is a copy of the original certificate of incorporation. This is not the same as the certificate we require, described above.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers

FAX Aud. #: H98000007880

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7. LIST, 8. NEXT FILING ON LIST, 9. PREV FILING ON LIST
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Document Specialist

Letter Number: 898A00022740

05/11/1998 15:54
304)922-3709

305-350-9148
05/11/98 15:45 Florida Department pl /1

FL INCORPORATORS INC

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 11, 1998

FLORIDA INCORPORATORS, INC.

SUBJECT: SOFT SCIENCE LABS, INC.
REF: W98000009369

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please note that the name in line 1 must match the name on the certificate, even when the corporation is adopting a different name for use in Florida. Please also note that our previous letter requested that you fax a copy of it with when submitting the corrected application. If you have a copy of that letter, please fax it along with this letter and your corrected application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

FAX Aud. #: H98000007880
Letter Number: 698A00026020

May 12, 1998

FLORIDA INCORPORATORS, INC.

SUBJECT: SOFT SCIENCE LABS, INC.

REF: W98000009369

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Thank you for correcting line 1 of your application. Please note

that you neglected to sign line 10, accepting the designation as Registered Agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

FAX Aud. #: H98000007880
Letter Number: 898A00026112

H98000007780

CORPORATE RESOLUTION

OF

SOFT SCIENCE INCORPORATED

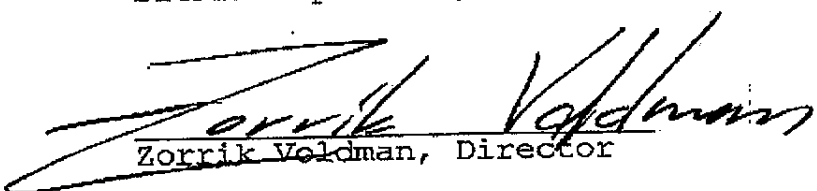
IN ACCORDANCE WITH ITS BYLAWS, THIS DELAWARE FOR PROFIT CORPORATION ADOPTS THE FOLLOWING CORPORATE RESOLUTION WITHOUT A MEETING BY UNANIMOUS CONSENT OF ITS BOARD OF DIRECTORS:

FIRST: The name of the corporation to be used in conjunction with the corporation's qualification to conduct its affairs in the State of Florida is Soft Science Labs, Inc.

SECOND: This resolution was adopted April 27, 1998.

THIRD: The resolution was adopted unanimously by the directors without shareholder action and shareholder action was not required.

SIGNED: April 27, 1998


Zorrik Veldman, Director

FILED
98 MAY 12 AM 11:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H98000007780

H98000007880

**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. SOFT SCIENCE INCORPORATED

(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. DELAWARE, U.S.A.

(State or country under the law of which it is incorporated)

3. 52-2089184

(FEI number, if applicable)

4. MARCH 23, 1998

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. MARCH 23, 1998

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. ATTN: ZORRIK VOLDMAN, SOFT SCIENCE LABS, INC.

200 NE 20TH ST. #224E, BOCA RATON, FL 33431

(Current mailing address)

8. All lawful business.

(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 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.



(Registered agent's signature)

By: 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.

H98000007880

Florida Incorporators, Inc. 1221 Brickell Ave Ste. 900, Miami, FL 33131 (305) 350-5221

FILED
98 MAY 12 AM 11:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

05/12/1998 07:53 305-350-9148
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FL INCORPORATORS INC
SUNAIR

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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: ZORRIK VOLDMAN

Address: 200 NE 20TH ST #224E, BOCA RATON, FL 33431

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: ZORRIK VOLDMAN

Address: (same)

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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.

ZORRIK VOLDMAN, Chairman

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

05/12/1998 07:53 305-350-9148
MAY-11-98 02:06PM FROM-BUSINESS SERVICES

FL INCORPORATORS INC

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T-257 P.02/02 F-953

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State of Delaware

Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOFT SCIENCE INCORPORATED" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF MAY, A.D. 1998.

FILED
98 MAY 12 AM 11:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

9060143

DATE:

05-04-98