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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Moon River Software. LLC

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ARTICLES ONLY

ALL CHARTER DOCUMENTS

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Ordered By: _____

Date: _____

ARTICLES OF ORGANIZATION
OF
MOON RIVER SOFTWARE, L.L.C.
A Florida Limited Liability Company

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this Limited Liability Company is:

Moon River Software, L.L.C.

ARTICLE 2

DURATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address and street address of the principal office of the limited liability company is 1935 S. Peninsula Drive, Daytona Beach, Florida 32118. The name and address of the registered agent of the limited liability company is Palmetto Charter Services, Inc., a Florida corporation, and 150 Magnolia Avenue, Daytona Beach, Florida 32114.

ARTICLE 4

MANAGEMENT

The limited liability company is to be managed by its members. The names and addresses of the members are:

Lee Robert Walker, II
1935 S. Peninsula Drive
Daytona Beach, Florida 32118

Omar Bond Vargas
1428 N. Halifax
Daytona Beach, Florida 32118

ARTICLE 5

CONTINUATION OF BUSINESS

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6

ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the unanimous consent of the founding members. If such person is admitted, he or she shall be subject to the obligations and limitations in the Regulations and Operating Agreement of the limited liability company, as amended for the additional members.

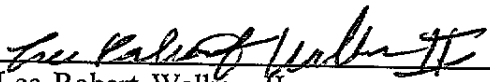
IN WITNESS WHEREOF, the undersigned member does hereby execute and
acknowledge these articles of organization this 25th day of October, 1999.

Lee Robert Walker II
Lee Robert Walker, II

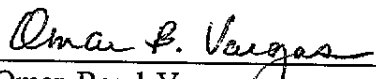
Omar B. Vargas
Omar Bond Vargas

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, Moon River Software, L.L.C. hereby designates Palmetto Charter Services, Inc., a Florida corporation and 150 Magnolia Avenue, Daytona Beach, Florida 32114 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.



Lee Robert Walker, II

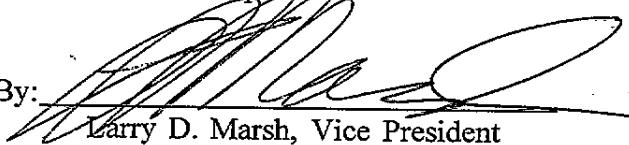


Omar Bond Vargas

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of Moon River Software, L.L.C., for service of process within the State of Florida.

PALMETTO CHARTER SERVICES,
INC., a Florida corporation

By: 

Larry D. Marsh, Vice President

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TALLAHASSEE, FLORIDA