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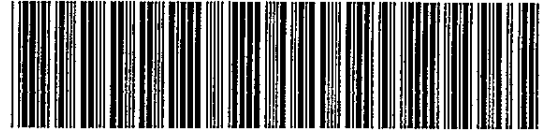
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LAW OFFICES OF
CLARK & HERMAN
ATTORNEYS & COUNSELORS AT LAW

2909 West Bay to Bay Boulevard, Suite 206

Tampa, Florida 33629

Phone Number 813-835-8884 Fax Number 813-835-1114

BRANDON OFFICE:
705 PARSONS AVENUE
BRANDON, FLA. 33510
(813) 655-6565

REPLY TO: TAMPA

ST. PETERSBURG OFFICE:
954 FIRST AVENUE NORTH
ST. PETERSBURG, FL 33705
(727) 898-1484

JAMES L. CLARK
PAMELA S. HERMAN

January 7, 2005

OF COUNSEL:
JEEVES LAW GROUP, P.A.
WRONGFUL DEATH
MEDICAL MALPRACTICE

OF COUNSEL:
PAUL M. TABIO, P.A.
FAMILY LAW

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Open License Initiative Foundation, Inc., - New Incorporation

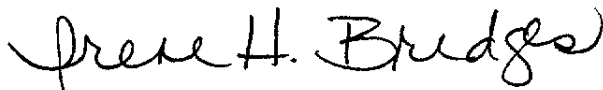
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for the above-referenced new corporation and a check in the amount of \$78.75 representing the required filing fee and certified copy fee for same.

Also, enclosed is a copy of the Articles for conforming and returning in the self-addressed, stamped envelope, provided for your convenience.

Should you have any questions concerning this matter, please do not hesitate to contact our office. Thank you for your assistance in this matter.

Very truly yours,



Irene H. Bridges, Paralegal to
James L. Clark

/ihb
Enclosure

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OPEN LICENSE INITIATIVE FOUNDATION, INC.**

The undersigned persons, acting as Incorporators of a corporation not for profit under the Florida Not for Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is OPEN LICENSE INITIATIVE FOUNDATION, INC.

ARTICLE II - SPECIFIC AND GENERAL PURPOSE

The corporation is a non-profit corporation. Its specific and general purpose and specific limitations are:

A. The specific and primary purpose for which this corporation is formed is to carry on educational research activities for the public benefit by conducting a non profit business organization that will supply open-source software for open and collaborative software development and sponsorship.

B. The general purpose for which this corporation is formed is to operate exclusively for such educational and public benefit purposes as will qualify it as an exempt educational organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax law, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

D. This corporation has, and shall continue to have, a nondiscriminatory policy as to its members or employees and shall not discriminate against those on the basis of race, color or national or ethnic origins, sexual preference, or religion or religious affiliations.

ARTICLE III - DURATION

The corporation shall have perpetual duration.

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TALLAHASSEE FLORIDA

ARTICLE IV - MEMBERSHIP

The corporation may have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection thereof, shall be set forth in the bylaws.

ARTICLE V - REGISTERED OFFICE: REGISTERED AGENT

The street address of the initial registered office of the corporation is: 2909 W. Bay to Bay Boulevard, Suite 206, Tampa, Florida 33629. The name of the initial registered agent at such address is James L. Clark, Esq.

ARTICLE VI - BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by the board of directors. The number of directors of the corporation shall never be less than three (3); provided, however, that such number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named in this certificate of incorporation as the first board of directors shall hold office until the first meeting of the board of directors, to be held on December 15, 2004, at the following location: 3742 Appleton Court, Palm Harbor, Florida, 34684 at 10:00 a.m., at which time an election of directors shall be held.

Directors elected at the first annual meeting of the board of directors, and at all times thereafter, shall serve for a term of six years until the sixth annual meeting of the board of directors following the election of directors and until the qualification of the successors in office. Such annual meetings shall be held at 10:00 a.m., on the first day of August of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to be served as the initial directors are as follows:

NAME**ADDRESS**

Alice M. Foderer

3742 Appleton Court, Palm Harbor, Florida,
34684

Edwin J. Jaufmann, Jr.

3742 Appleton Court, Palm Harbor, Florida,
34684**ARTICLE VII - INCORPORATOR**

The name and street address of the incorporator is as follows:

NAME**ADDRESS**

Edwin J. Jaufmann, Jr.

3742 Appleton Court, Palm Harbor, Florida,
34684**ARTICLE VIII - OFFICERS**

The board of directors shall elect the following officers: President, Vice-President, Treasurer, and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

NAME**TITLE****ADDRESS**

Edwin J. Jaufmann, Jr.

President/Treasurer

3742 Appleton Court, Palm
Harbor, Florida, 34684

Alice M. Foderer

Vice-President and
Asst. Treasurer3742 Appleton Court, Palm
Harbor, Florida, 34684

Liz Hartney

Secretary

3742 Appleton Court, Palm
Harbor, Florida, 34684

ARTICLE IX - MODIFICATION OF BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the laws of the State of Florida, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE X - DEDICATION OF PROPERTY

The property of this corporation is irrevocably dedicated to those purposes set forth in Article II hereinabove, and no part of the net income or assets of this corporation shall ever insure to the benefit of any director, or member of this corporation, or to the benefit of any private individual.

ARTICLE XI - DISTRIBUTION UPON OF DISSOLUTION

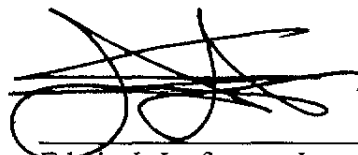
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII - AMENDMENT

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members of their vote. Amendments may be adopted by a vote of a majority of the board of directors of the corporation.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of the State of Florida, have executed these articles of incorporation on December 1, 2004.

INCORPORATOR



Edwin J. Jaufmann, Jr.

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, personally appeared Edwin J. Jaufmann, Jr. to be well known and known to be to be the person described in and who executed the foregoing Articles of Incorporation of **Open License Initiative Foundation, Inc.**, and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Calvin Luther, Pinellas County, Florida,
this day of Dec. 1st, 2004.



JAMES L. CLARK
MY COMMISSION # DD 011389
EXPIRES: April 23, 2005
Bonded Thru Budget Notary Services

[Signature]
NOTARY PUBLIC, State of Florida

Printed Name: _____

Commission No. _____

My Commission Expires: _____

APPOINTMENT OF REGISTERED AGENT FOR CORPORATION

ACCEPTANCE OF APPOINTMENT

TO: Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

1. Open License Initiative Foundation, Inc., with its place of business at 3742 Appleton Court, Palm Harbor, Florida, 34684, and James L. Clark, Esquire, located at 2909 W. Bay to Bay Boulevard, Suite 206, Tampa, Florida 33629, as its agent to accept service of process within the State.

DATED this 1 day of December, 2004.

OPEN LICENSE INITIATIVE FOUNDATION, INC.

By: _____

Edwin J. Jaufmann, Jr.

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TALLAHASSEE, FLORIDA

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Having been named to accept service of process for the above-stated Corporation, at the place designated in the Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 of the Florida General Corporation Act.

Dated this 1 day of December, 2004.

James L. Clark, Esquire
Registered Agent