

PO00000010282
January 19, 2000

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

000003109080--6
-01/25/00--01003--020
*****78.75 *****78.75

Re: Articles of Incorporation
VIRTUOSITY SOFTWARE, INC.

Gentlemen:

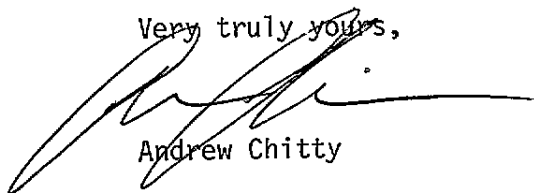
Enclosed herewith please find the Articles of Incorporation for the above-mentioned corporation, together with a check in the amount of \$ 78.75 to cover the following fees:

Filing fee	- \$	35.00
Certified copy of Articles		8.75
Registered agent		<u>35.00</u>

Total = \$ 78.75

Thanking you in advance for your attention to this matter, I am

Very truly yours,



Andrew Chitty

Mailing Address: 3000 S.W. 62nd Avenue
Miami, Florida 33155

Telephone : (305) 666-2889

FILED
00 JAN 24 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-31-00

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

Virtuosity Software, Inc.

ARTICLE II

The general character of the business to be transacted by this corporation is: Designing computer software applications. In addition, the company may engage in the buying and selling of real estate, and may engage in any business or activity permitted under the laws of the United States and of this State. The effective date of this corporation shall be the date of the filing of these Articles of Incorporation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of Common Stock, each share having a par value of \$ 1.00. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV

The amount of the capital with which this corporation shall begin business shall not be less than FIVE HUNDRED DOLLARS (\$ 500.00).

ARTICLE V

The initial street address of the principal office of this corporation shall be: c/o Andrew Chitty
3000 S.W. 62nd Avenue
Miami, Florida 33155

The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI

The corporation shall have perpetual existence.

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TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors of this corporation shall be as provided in the Bylaws, but shall not be less than one in number, nor more than ten, and shall be one in number until otherwise fixed or changed by the Bylaws.

ARTICLE VIII

The names and street addresses of the first Board of Directors who, subject to the provisions of the Articles of Incorporation, the Bylaws of this corporation, and the laws of the State of Florida, shall hold office until their successors are chosen at the first annual meeting of this corporation to be held at the time and place provided for by the Bylaws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Andrew Chitty	3000 S.W. 62nd Avenue Miami, Florida 33155

ARTICLE IX

The names and street addresses of the subscribers to these Articles of Incorporation are as follows:

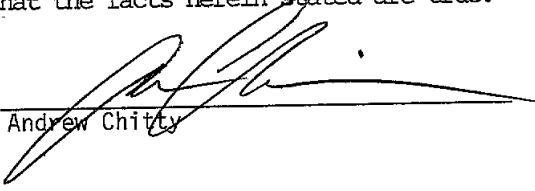
<u>NAME</u>	<u>ADDRESS</u>
Andrew Chitty	3000 S.W. 62nd Avenue Miami, Florida 33155

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock heretofore named, have hereunto set our hands and seals this 19 day of January, ²⁰⁰⁰~~19~~, for the purpose of forming

this corporation to do business both within and without the State of Florida,
and in pursuance of the Corporation Law of the State of Florida, do make and
file in the office of the Secretary of State of the State of Florida, these
Articles of Incorporation and certify that the facts herein stated are true.



Andrew Chitty

STATE OF FLORIDA)
COUNTY OF Miami Dade

BEFORE ME, the undersigned authority, personally appeared _____
Andrew Chitty, to me ^{personally} well known and known to me to be
the individual(s) described in and who executed the foregoing Articles of Incor-
poration, and they acknowledged before me that they executed the same for the
purposes therein expressed.

WITNESS my hand and official seal at Miami,
County of Miami Dade, Florida this 19 day of January,
2000.



NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



J M BOGDON-DIAZ
My Commission CC559485
Expires Jun. 05, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.164(1)(b), Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that Virtuosity Software, Inc., desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Miami-Dade, State of Florida, has named Andrew Chitty, located at 3000 S.W. 62nd Avenue, City of Miami, County of Miami-Dade, State of Florida, as it's agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:


Andrew Chitty
(Resident Agent)

FILED
00 JAN 24 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA