Division of Corporations

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Florida Department of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

: FILINGS, INC. Account Name Account Number: 072720000101 : (850)385-6735 Fax Number : (800)881-6761

FLORIDA PROFIT CORPORATION OR P.A.

MILLENNIUM GROUP SOFTWARE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1. - NAME

MILLENNIUM GROUP SOFTWARE, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1499 NW 91st Avenue #11211 Coral Springs, FL 33071

ARTICLE 3. - SHARES

This corporation is authorized to issue 100 shares of \$1,00 par common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

Articles prepared by: RICHARD T. CATARCIO 7300 W. McNab Road Suite 211 Tamarac, FL 33321 (954) 718-8572 SECRETARY OF STAJE
DIVISION OF CORPORATIONS

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ARTICLE 4. - INITIAL RÉGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

Dwayne B. Morrell 1499 NW 91st Avenue #11211 Coral Springs, FL 33071

ARTICLE 5. - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Dwayne E. Morrell 1499 NW 91st Avenue #11211 Coral Springs, FL 33071

ARTICLE 6. - OFFICERS

The name of the initial officer to these Articles of Incorporation:

Dwayne E. Morrell, President 1499 NW 91st Avenue #11211 Coral Springs, FL 33071

ARTICLE 7. - DIRECTORS

The name of the initial director to these Articles of Incorporation is:

Dwayne E. Morrell 1499 NW 91st Avenue #11211 Coral Springs, FL 33071

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

Dwayne E. Morell

DATED: January 25, 2000

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUS, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

MILLENNIUM GROUP SOFTWARE, INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

Dwayne E. Morrell 1499 NW 91st Avenue #11211 Coral Springs, FL 33071

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE REGISTERED AGENT

DATE: January 25, 2000

SECRETARY OF STATE DIVISION OF CORFORATIONS