

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO000000

34403

CorpSoft, Inc.

400003192944--7
-04/03/00--01054--004
*****78.75 *****78.75

Signature _____

Requested by: CD

Name _____

Date 4-3-00

Time 11:00

Walk-In _____

Will Pick Up _____

<input checked="" type="checkbox"/>	Art of Inc. File	FILED 00 APR -4 AM 10:01 SECRETARY OF STATE TALLAHASSEE, FLORIDA
_____	LTD Partnership File	
_____	Foreign Corp. File	
_____	L.C. File	
_____	Fictitious Name File	
_____	Trade/Service Mark	
_____	Merger File	
_____	Art. of Amend. File	
_____	RA Resignation	
_____	Dissolution / Withdrawal	
_____	Annual Report / Reinstatement	RECEIVED 00 APR -3 AM 10:57 DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Cert. Copy	
_____	Photo Copy	
_____	Certificate of Good Standing	
_____	Certificate of Status	
_____	Certificate of Fictitious Name	
_____	Corp Record Search	
_____	Officer Search	
_____	Fictitious Search	
_____	Fictitious Owner Search	
_____	Vehicle Search	SMITH APR 04 2000 W
_____	Driving Record	
_____	UCC 1 or 3 File	
_____	UCC 11 Search	
_____	UCC 11 Retrieval	
_____	Courier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 3, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32302

SUBJECT: CORPSOFT, INC.
Ref. Number: W00000008874

We have received your document for CORPSOFT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

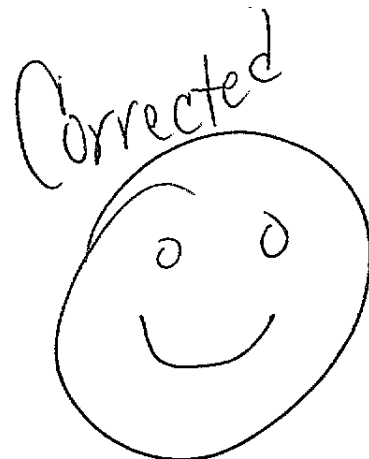
The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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) 487-6927.

Letter Number: 500A00018214

RECEIVED
00 APR -4 PM 2:12
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314
Tracy Smith
Document Specialist



**ARTICLES OF INCORPORATION
OF
CORPSOFT, Inc.**

The undersigned subscriber to these articles of incorporation, is a natural person competent to contract and whom I hereby associate myself with to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be Corpssoft, Inc

ARTICLE II - PURPOSES

The corporation may engage in any lawful business, joint ventures, projects and any other business that is permissible under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of this corporation shall consist of 1000 shares of common stock of \$0.50 (fifty cents in U.S. currency) par value.

**ARTICLE IV - STREET ADDRESS OF THE
CORPORATION'S INITIAL REGISTERED PRINCIPAL OFFICE**

The principle place of the corporation shall be as follows:

15963 SW 139 Street
Miami, Florida 33196

ARTICLE V - INITIAL REGISTERED AGENT

The initial registered agent and the incorporator for the corporation is:

Cesar E. Cuneo
7820 SW 196 Terrace
Miami, Florida 33189

FILED
00 APR 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The corporation shall not have less than one director as provided by the by laws. The number of directors may either be increased or decreased with the consent of all stockholders.

ARTICLE VII

The power to adopt, alter, amend or otherwise dissolve the corporation shall be vested to the Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The following shall constitute the first Board of Directors of the corporation.

Name	Address
Cesar E. Cuneo	7820 SW 196 Terrace Miami, Florida, 33189 U.S.A.
Carlos Meza	Jr Parque de la Reserva 835 Int 53 Urb. Santa Beatriz Lima , Peru
Gonzalo E. Tovar	15963 S.W. 139 Street Miami, Florida, 33196 U.S.A.

ARTICLE IX - INITIAL OFFICERS

The following shall constitute the initial officers of the corporation.

Name	Address
President,	Cesar E. Cuneo 7820 SW 196 Terrace Miami, Florida, 33189 U.S.A.
Vice President,	Carlos Meza Jr Parque de la Reserva 835 Int 53 Urb. Santa Beatriz Lima , Peru
Secretary,	Gonzalo E. Tovar 15963 S.W. 139 Street Miami, Florida, 33196 U.S.A.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law. The private property of the stockholders shall not be subject to the payment of any of any corporate debts to any extent whatsoever.

ARTICLE XI

Subject to the provisions and conditions of this article, the corporation shall have full power and lawful authority to accept properties, labor and services in lieu of payment of shares of its capital stocks at an appropriate evaluation to be fixed by the Board of Directors.

ARTICLE XII

The directors of the corporation may transact business, borrow, lend, deal, or contract with the corporation and with other persons(s) competent and authorized to enter into contracts to full extent but only subject to the limitations and provisions of the laws of the State of Florida and the United States.

ARTICLE XIII

The corporation shall indemnify each director and officer of the corporation against all or any expenses reasonably incurred by them in connection with or arising out of any action, suit or proceeding in which they may be involved, by reason of them being or having been the director or officers of the corporation, to the fullest extent permitted by subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

ARTICLE XIV

The duration of the corporation shall be perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE XV – AMENDMENTS

This Corporation reserves the right to amend or appeal any provisions contained in these Articles Of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHERETO, I Cesar E. Cuneo, being the incorporator of this corporation, make and file these articles of incorporation this 31st day of March 2000.


Cesar E. Cuneo

STATE OF FLORIDA } SS
COUNTY OF MIAMI-DADE }


The undersigned authority, Cesar E. Cuneo is known to me to be the person who executed the foregoing Articles of Incorporation and whose signature appears below, has executed before me for the purpose of incorporating the corporation with the State of Florida.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 31st DAY OF MARCH
2000 at Dade, Miami, Florida.

ID:

Cesar E. Cuneo 3-31-2000
Signature Date

Margarita Moreno
Notary Public

My Commission expires:  Margarita Moreno
My Commission CC770167
Expires August 25, 2002

Having been named to accept service or process for: CORPSOFT, INC. at the place designed in these Articles of Incorporation, I hereby agree to act in the capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.

Dated this 31st of March, 2000.

Cesar E. Cuneo
Registered Agent
Cesar Eduardo Cuneo

FILED
00 APR -4 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA