

PO0000035444

ADAMS BOOKKEEPING SERVICES, INC
421 SO. FEDERAL HWY.
DANIA, FL. 33004

VOICE 305-925-0565
FAX/VOICE 305-925-5251

FLORIDA DEPT. OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

500003194155--7
-04/03/00--01140--010
****122.50 *****78.75

MARCH 28 , 2000

DEAR SIR,

ENCLOSED PLEASE FIND OUR CHECK NUMBER 7960 IN THE
AMOUNT OF \$122.50 FOR THE INCORPORATION OF
PAWSOFT, INC.

PLEASE RETURN ALL PAPERS TO ME .

THANKING YOU IN ADVANCE,


MRS. J. PANNELL

PRESIDENT

FILED
00 APR -3 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN APR - 7 2000

ARTICLES OF INCORPORATION
OF
PAWSOFT, Inc.

FILED
00 APR -3 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PAWSOFT, Inc.

The principle place of business of this corporation shall be:

**421 So. Federal Hwy.
Dania, FL 33004**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The initial number of shares of stock that this corporation is issuing is 10,000,000 shares of preferred stock having a \$.01 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be:

**421 So. Federal Hwy
Dania, FL 33004**

The name of the initial registered agent of the corporation at that address is:

Adams Bookkeeping Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 4 officer and 4 director, initially. The name and street addresses of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successor is elected or appointed are:

Fred Pannell Jr.
954 SW 114th Terrace
Davie, FL 33325

William Qualls
16340 South Post Rd., Apt. #302
Weston FL 33331

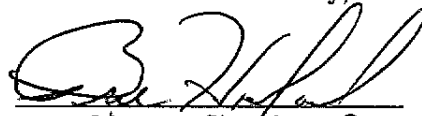
Bruce Howland
8820 S. Lake Dasha Dr.
Plantation, FL 33324

Nathan Rozenfeld
161 SW 84th Ave, Apt.# 201
Pembroke Pines, FL 33025


ARTICLE VII. AMENDMENT

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 stockholder meeting by a majority of the stockholders.


IN WITNESS WHEREOF, we have hereunto set our hands and seal this **21 February, 2000**



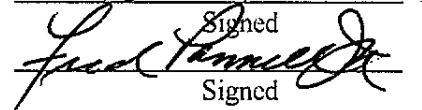
Signed



Signed



Signed



Signed

ARTICLE VIII.
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

William Qualls
16340 South Post Rd., Apt. #302
Weston FL 33331

The undersigned incorporator has executed these Articles of Incorporation this 21 February, 2000

Signature of Incorporator:



William Qualls

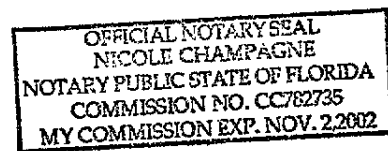
Printed name of incorporator signing

STATE OF FLORIDA
COUNTY OF BROWARD

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments personally appeared:

To me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and they acknowledged before me that they subscribed to those articles of incorporation. Witness my hand and official seal this **21 February, 2000**

Nicole Champagne
Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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 48,091, Florida Statutes, the following is submitted:

First: -- That PAWSOFT, Inc.
Name of Corporation

Desiring to organize or qualify under the laws of the state of Florida, with its principle place of

business in the city of DANIA

State of Florida, has named, ADAMS BOOKKEEPING SERVICES, Inc.

Located at 421 SO FEDERAL HWY, City of DANIA

State of Florida, as its agent to accept service of process within Florida.

William C. Quall
(Signature)

DIRECTOR

(Title)

Feb 21, 2000
(Date)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Adams Bookkeeping Service
(Registered Agent) *Jannele*

2/21, 2000
(Date)

FILED
00 APR -3 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA