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TRANSMITTAL LETTER

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SECRETARY OF STATE ALLAHASSEE, FLORIDA

Department of State Division of Corporations P.O. Box 6327

Tallahassee, F1. 32314

June 6, 2000

SUBJECT: Zeric, Inc.

Please find enclosed an original and one additional copy of the Articles of Incorporation and the payment of \$78.75 for the filing fee and a certified copy.

FROM: James J. Freeman 304 Lindsey Ct.

Cape Canaveral, F1. 32920

Daytime Telephone Number: (321) 258-4725

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ARTICLES OF INCORPORATION

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

ARTICLE I, NAME

The name of the corporation shall be: Zeric, Inc.

ARTICLE II, PURPOSE

First: The purpose for which this corporation is organized is to provide software engineering and development and other computer consulting services.

Second: The foregoing purposes and activities will be intrepreted as examples only and not limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purpose which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

Third: The corporation is organized to transact any and all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III, PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
304 Lindsey Ct.
Cape Canaveral, F1. 32920

ARTICLE IV, SHARES

The corporation shall have the authority to issue 100 shares of common stock, in one class only, each having a par value of \$1.00.

ARTICLE V, INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is: James J. Freeman 304 Lindsey Ct.
Cape Canaveral, Fl. 32920

ARTICLE VI, INCORPORATOR

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

James J. Freeman
304 Lindsey Ct.
Cape Canaveral, F1. 32920

ARTICLE VII, DATE OF INCORPORATION

The date of incorporation shall be the date the Florida Department of State, Division of Corporations certifies and files these Articles of Incorporation.

ARTICLE VIII, BYLAWS

The corporation bylaws shall establish:

- 1. Provisions concerning management and regulations of the affairs of the corporation.
- 2. Powers of the corporation, Board of Directors, and shareholders.
- 3. Officers and their duties.
- 4. Provisions for personal liability of shareholders.
- 5. Any provision required or permitted to be set forth in the bylaws.

I hereby accept the appointment as Registered Agent and agree to act-i this capacity. Registered Agent Signature James J. Freeman 304 Lindsey Ct. Cape Canaveral, F1. 32920 The undersigned incorporator has executed these Articles of Incorporation this 1TH day of June, 2000. Signature / Incorporator James J. Freeman 304 Lindsey Ct. Cape Canaveral, F1. 32920 In witness whereof, I have hereunto set my hand and official seal at <u>CAPE CANAVERAL</u> J<u>UNE</u>, 2000. ____, State of Florida this 724 day of JAMES J. FREEMAN IS PERSONALLY KNOWN TO ME. Notary Public My commission expires

