

Mark E. Parsons

ATTORNEY AT LAW

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August 7, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-08/09/00--01041--015
****157.50 *****78.75

Re: SOFTECH DESIGN, INC.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation and Designation and Acceptance of Registered Agent regarding the above-named corporation. I am also enclosing the requisite fee for filing these Documents.

I would appreciate it if you would return a certified copy of the Documents to my office.

Please feel free to contact me if you have any questions with regard to this matter.

Sincerely,

[Signature]
Mark E. Parsons

MEP/pm
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Notified Client of Correction

JP 8-15

ARTICLES OF INCORPORATION

OF

SOFTTECH DESIGN, INC.

ARTICLE I. NAME

The name of this corporation is SOFTTECH DESIGN, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation is located at
10 Surfcrest Street, Saint Augustine, Florida 32084.

ARTICLE III. DURATION

The period of duration of this corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is to
engage in any activity or business permitted under the laws of
the United States and of the State of Florida.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares that the corporation shall
have the authority to issue is 500 shares of capital stock with a
par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is: 3149 North Ponce de Leon Boulevard, Suite 9, St.
Augustine, Florida 32084, and the name of the initial registered
agent at such address is: MARK E. PARSONS, ESQUIRE.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two

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members. The number of Directors may be either increased or diminished from time to time provided by the Bylaws, but shall never be less than one. The name and address of the initial Directors of this corporation are:

JEFF S. SMITH, 10 Surfcrest Street, St. Augustine,
Florida 32084

MONICA L. SMITH, 10 Surfcrest Street, St. Augustine, Florida
32084.

ARTICLE VIII. INCORPORATORS

The name and address of each incorporator of this corporation is:

JEFF S. SMITH, 10 Surfcrest Street, St. Augustine,
Florida 32084


ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or Director or former officer or Director to the full extent permitted by law.

ARTICLE X. BYLAWS

The powers to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at St. Augustine, Florida, on this 18th day of July, 2000.


JEFF S. SMITH

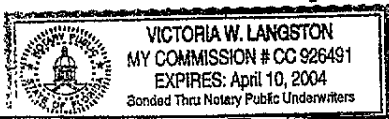
STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, this day personally appeared JEFF S. SMITH who is personally known to me and who did

not take an oath and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the foregoing instrument for the uses and purposes therein mentioned and set forth.

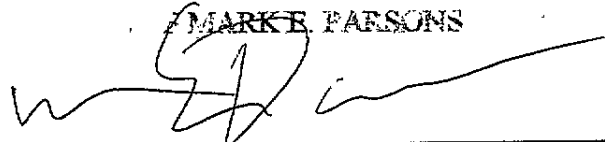
IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at St. Augustine, Florida, on this 18 day of July, 2000.

Victoria W. Langston, Notary Public, Commission No.: _____



ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of SOFTTECH, INC., with the registered office at 3149 North Ponce De Leon Blvd., Suite 9, St. Augustine, Florida 32095 hereby consents to and accepts said designation.

By: MARK E. PARSONS

Mark E. Parsons, Esq.

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, this day personally appeared MARK E. PARSONS, Esq., to me well known to be the person described in and who executed the foregoing Acceptance of Registered Agent, and he did freely and voluntarily acknowledge before me according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at St. Augustine, Florida, on this 7th day of August, 2000.

Patricia Melissa Greene Notary Public, Comm. No.: _____
Patricia Melissa Greene



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