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FILED  
00 SEP 28 AM 8:46  
TALLAHASSEE, FL 32314  
SECRETARY OF STATE

Paul Holcomb  
114 Bonaire Blvd.  
Destin, FL 32541

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

400003395864--2  
03/18/00--01062--016  
\*\*\*\*\*75.00 \*\*\*\*\*70.00

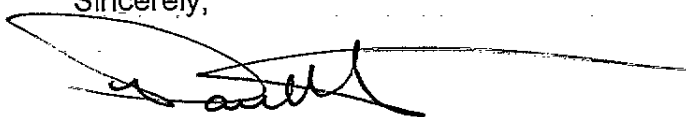
Re: SOFTWAREDEALER.COM, INC.

Gentlemen:

Enclosed is my check in the amount of \$75.00. Please file the attached corporation for SOFTWAREDEALER.COM, and return a copy of the Articles to me when filed.

Thank you.

Sincerely,



PAUL HOLCOMB

9-28  
~~23007~~  
WC



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 20, 2000

PAUL HOLCOMB  
114 BONAIRE BLVD.  
DESTIN, FL 32541

SUBJECT: SOFTWAREDEALER.COM, INC.  
Ref. Number: W00000023007

We have received your document for SOFTWAREDEALER.COM, INC. and your check(s) totaling \$75.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 487-6995.

Wanda Cunningham  
Document Specialist

Letter Number: 500A00049683

ARTICLES OF INCORPORATION  
of  
SOFTWAREDEALER.COM, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I -- Name

The name of this corporation is SOFTWAREDEALER.COM, INC.

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of the online retail sale of computer software, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 100 shares of common stock at ten (\$10.00) dollar par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI -- Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of

fractional shares) at the price at which it is offered to others.

Article VII -- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 114 Bonaire Blvd., Destin, FL 32541. The name of the initial registered agent of this corporation at that address is PAUL HOLCOMB.

Article VIII -- Principal Place of Business

The initial principal place of business is 114 Bonaire Blvd, Destin, FL 32541. The mailing address is the same.

Article IX -- Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is as follows:

PAUL HOLCOMB  
114 Bonaire Blvd.  
Destin, FL 32541


Article X -- Incorporator

The name and address of the person signing these articles is:

PAUL HOLCOMB  
114 Bonaire Blvd.  
Destin, FL 32541

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of ~~August~~, 2000.

I accept the appointment of Registered Agent for said corporation.

  
\_\_\_\_\_  
PAUL HOLCOMB  
Incorporator/Registered Agent

LS

STATE OF FLORIDA

COUNTY OF ~~OKALOOSA~~ <sup>WALTON</sup>

BEFORE ME, the undersigned authority, duly licensed to administer oaths and take acknowledgements, personally appeared **PAUL HOLCOMB**, who

\_\_\_\_\_ is personally known to me

X produced FLORIDA DRIVERS LICENSE as identification

who after being duly sworn, on oath deposes and says that he has read the foregoing, and the facts contained therein are true to the best of his knowledge.

SWORN TO and subscribed before me this 22 day of ~~August~~ <sup>SEPTEMBER</sup>, 2000.

Barbara A. Tanner  
NOTARY PUBLIC, State of Florida

My Commission expires: 5-5-2002

