

PO1000010638

Sanjeev S Hans
6410 Rockingtree Lane
Orlando, FL 32819
407-363-3845

January 25, 2001

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re: Provident Software, Inc.

100003589841--9
-01/29/01--01081--006
*****87.50 *****87.50

Dear sirs,

In reference to the above captioned entity, please find enclosed three originals of the Articles of Incorporation. A check in the amount of \$ 87.50 being the filing and certificate fees.

I shall be obliged if you could please register the corporation and send back to me two of the originals as soon as possible.

Thank you for your cooperation and prompt attention in this matter.

Sincerely,



Sanjeev S Hans
Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Articles of Incorporation
of
Provident Software, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Provident Software, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principle Office

The address of the principal office of the Corporation in the State of Florida is 6410 Rockingtree Lane, in the City of Orlando, FL 32819.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 6410 Rockingtree Lane, in the City of Orlando, FL 32819, County of Orange. The name of the registered agent at such address is Sanjeev S Hans.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of common stock ("Common Stock") \$0.10 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

NAME	ADDRESS
Sanjeev S Hans	6410 Rockingtree Lane Orlando, FL 32819

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE X

Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and it has accordingly hereunto set its hand seal.

DATED at Orlando, Orange County, Florida, this 25th day of January, 2001.




Incorporator: Sanjeev S Hans

STATE OF FLORIDA)
) SS
COUNTY OF ORANGE)

Be it remembered, that on this 25th day of January, 2001, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, Sanjeev S Hans, party to the foregoing Articles of Incorporation, known to me personally to be such, and I having first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed.

Given under my hand and seal of office the day and year aforesaid.



Ellen Hamel
Notary Public, State of Florida:
My Commission Expires:




REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted,
in compliance with said statute:

That Provident Software, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named Sanjeev S Hans, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the Undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that he is familiar with §607.0501, Florida Statutes.

By: 

Sanjeev S Hans

Dated: January 25, 2001.

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TALLAHASSEE, FLORIDA