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Florida Department of State
Division of Corporations
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To: Division of Corporations
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DIVISION OF CORPORATIONS
01 MAY -9 AM 9:01

FLORIDA PROFIT CORPORATION OR P.A.

ALADDIN SOFTWARE, INC.

Certificate of Status	0
Certified Copy	1
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(9)

ARTICLES OF INCORPORATION
OF
ALADDIN SOFTWARE, INC.

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

ARTICLE I- CORPORATE NAME

The name of the corporation: ALADDIN SOFTWARE, INC.

ARTICLE II- DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III- PURPOSE

This corporation is organized for the purpose of engaging activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV- CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED MILLION (100,000,000) shares of (\$.001) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

MICHELE FRIEDMAN
2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL 33431

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one (1). The names and addresses of the initial board of directors of the corporation are as follows:

MICHELE FRIEDMAN
2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL 33431

ELAN VAKNIN
2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL 33431

ARTICLE VII - OFFICERS

The following individuals shall hold office for the Corporation as designated below:

ELAN VAKNIN
JAY ANDRASSY
PHILLIP JOHNSTON
MICHELE FRIEDMAN

PRESIDENT & CEO
CHIEF TECHNOLOGY OFFICER
CHIEF FINANCIAL OFFICER
VICE-PRESIDENT/ SECRETARY

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

MICHELE FRIEDMAN
2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL 33431

ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business for the corporation is as follows:

2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL 33431

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this ____TH day of MAY 2001.

- Michele Friedman
MICHELE FRIEDMAN

STATE OF FLORIDA)
) SS: 369844885
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

MICHELE FRIEDMAN

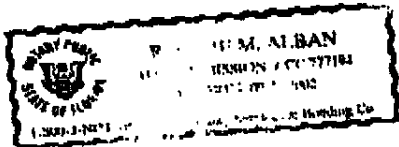
known to me and has provided the following identification

FLORIDA DRIVER'S LICENSE NO: F635-552-65-559-0

and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 7TH day of MAY 2001.

My Commission Expires:



- Ronnie M. Alban
(Notary Public)

- Ronnie M. Alban
(Printed Name of Notary)

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CERTIFICATE OF REGISTERED AGENT**OF****ALADDIN SOFTWARE, INC.**

Pursuant to Florida Statutes Sections 48.091 and 607.014, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL. 33431

has named Michele Friedman located at the aforesaid address, as Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


MICHELE FRIEDMAN
(Registered Agent)

The name and address of the Initial Registered Agent of this Corporation is:

MICHELE FRIEDMAN
2424 N. FEDERAL HWY, STE 411
BOCA RATON, FL. 33431

Date: 5/7/01

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