

7/5/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED

2001 JUL -5 AM 10: 22

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

June 26, 2001

JUNIOR FARQUHARSON, ESQUIRE  
5546 WEST OAKLAND PARK BLVD.  
SUITE #220  
LAUDERHILL, FL 33313

SUBJECT: CONSOFT TECHNOLOGIES U.S., INC.  
Ref. Number: W01000014766

We have received your document for CONSOFT TECHNOLOGIES U.S., INC..  
However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I  
hereby am familiar with and accept the duties and responsibilities as Registered  
Agent.")

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) 487-6052.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 801A00038453

**ARTICLES OF INCORPORATION OF  
CONSOFT TECHNOLOGIES U.S., INC.,**

**FILED**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes. 2001 JUL -5 AM 10: 22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is CONSOFT TECHNOLOGIES U.S., INC. and the initial address of this corporation shall be 4200 N.W. 3<sup>RD</sup> Ct # 132, Plantation, Florida 33317.

**ARTICLE II  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Law of the United States of America and the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

**ARTICLE III  
REGISTERED OFFICE/AGENT**

The street address of the Corporation's initial registered office in the State of Florida is, 5546 West Oakland Park Blvd., Suite #220, Lauderhill, Fl 33313 and the name of its initial registered agent at such address is Junior Farquharson and the mailing address is the same.

**ARTICLE IV  
AUTHORIZED CAPITAL STOCK**

The total number of shares of which the Corporation shall have the authority to issue are five hundred (500), and the par value of each share shall be one (\$1.00) dollar. The consideration for all of the said stock shall be payable in cash, real or personal property, labor or services in lieu of cash, at the just valuation to be fixed by the Board of Directors of the corporation.

**ARTICLE V  
PROVISIONS**

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.

ARTICLE VI  
DURATION

The Corporation shall have a perpetual existence.

ARTICLE VII  
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is Three (3).

The name and address of each person who is to serve as members of the initial Board of Directors of the Corporation are as follows:

NEVILLE WALLACE, 4200 N.W. 3<sup>rd</sup> Ct # 132, Plantation Fl. 33317.

JOAN WITTER, 4200 N.W. 3<sup>rd</sup> Ct. # 132, Plantation Fl. 33317.

PATRICIA MCHUGH, 4200 N.W. 3<sup>rd</sup> Ct # 132, Plantation Fl. 33317.

ARTICLE VIII  
OFFICERS

The Corporation shall have three(3) officers initially.

The name address and position of each person who is to serve as officers of the Corporation are as follows:

NEVILLE WALLACE, 4200 N.W. 3<sup>rd</sup> Ct # 132, Plantation Fl. 33317 - President


PATRICIA MCHUGH, 4200 N.W. 3<sup>rd</sup> Ct # 132, Plantation Fl. 33317 - Vice President

JOAN WITTER, 4200 N.W. 3<sup>rd</sup> Ct, Plantation Fl. 33317 - Secretary /Treasurer

ARTICLE IX  
INCORPORATOR

The name and address of the incorporator is: PATRICIA MCHUGH, 4200 N.W. 3<sup>rd</sup> Ct. # 132, Plantation Fl. 33317.

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation on this, the 12<sup>th</sup> day of June, 2001.



Patricia McHugh

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED

2001 JUL -5 AM 10:22

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned, SECRETARY OF STATE  
corporation, organized under the laws of the State of Florida, submits the following statement in TALLAHASSEE FLORIDA  
designating the registered office/registered agent, in the State of Florida..

1. The name of corporations: CONSOFT TECHNOLOGIES U.S., INC

2. The name and address of the registered agent and office is:

Junior Farquharson, Esquire  
(NAME)

5546 W. Oakland Park Blvd., Suite #220  
(ADDRESS)

Lauderhill, Florida 33313  
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN  
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT  
AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE  
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

[Signature]  
7.2.01