

P01000093397

8/24/01

FILED STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
01 SEP 24 AM 8:40

TRANSMITTAL LETTER

EFFECTIVE DATE
9-19-01

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

200004586992--0
-09/13/01--01045--009
*****70.00 *****70.00

SUBJECT: STANDARD SOFTWARE SOLUTIONS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and 1 (one) copy of the articles of incorporation and a check for:

\$ 70.00 Filing Fee _____

From: Michaela Bergmann c/o Euro-American Financial Services, Inc.
Name (Printed or typed)

1505 SE 40th Street, Suite C.
Address

Cape Coral, Florida 33914
City, State & Zip

(941) 549-9499

Daytime Telephone number

W 21485

NOTE: Please provide the original and one copy of the articles.

RECEIVED

SEP 17 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 17, 2001

MICHAELA BERGMANN
1505 SE 40 STREET STE C
CAPE CORAL, FL 33914

SUBJECT: STANDARD SOFTWARE SOLUTIONS, INC.
Ref. Number: W01000021485

We have received your document for STANDARD SOFTWARE SOLUTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 901A00051877

Enclosed the corrected original & a copy.

9/19/2001

A handwritten signature in cursive script, appearing to read "M. Jager".

ARTICLES OF INCORPORATION
OF

STANDARD SOFTWARE SOLUTIONS, INC.

EFFECTIVE DATE
9-19-01

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

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ARTICLE I
Name and Principal Office

- 1.01. The name of the corporation is Standard Software Solutions, Inc.
- 1.02. The principal office of the corporation is 1730 Country Club Boulevard,
Cape Coral, FL 33990.
- 1.03. The mailing address of the corporation is 1730 Country Club Boulevard,
Cape Coral, FL 33990.

ARTICLE II
Commencement and Duration

- 2.01. The corporation is to commence its corporate existence on the date of subscription of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III
Purpose

- 3.01. The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV Capital Stock

4.01. The corporation is authorized to issue one thousand (1,000) shares of capital stock of One Dollar (\$1.00) par value of a single class designated as Common Stock.

4.02. Each outstanding share of capital stock shall entitle the holder to one vote on each matter submitted to a vote at a meeting of the shareholders.

4.03. The shares of capital stock may be issued for such consideration, having a value not less than the par value the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares of capital stock may not be issued until the full amount of the consideration therefore has been paid; thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V Preemptive Rights

5.01. Each shareholder of the corporation shall be entitled to full preemptive rights to purchase any un-issued or treasury shares of capital stock of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any un-issued or treasury shares of capital stock.

ARTICLE VI Board of Directors

6.01. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors elected by the shareholders by the method provided in the Bylaws.

6.02. Any and all of the powers and duties conferred or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent, by such person or persons and upon such terms and conditions as shall be specified by the shareholders.

6.03. The corporations shall have two directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation.

ARTICLE VII Indemnification

7.01. The corporation shall indemnify any present or former officer or director, or person exercising powers and duties as an officer or director of the corporation, to the full extent now or hereafter permitted by law.

ARTICLE VIII Bylaws

8.01. The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders.

8.02. The affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of capital stock of the corporation shall be required to adopt, alter, amend or repeal the Bylaws.

ARTICLE IX Amendment

9.01. These Articles of Incorporation may be amended at any time by the affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of the capital stock of the corporation, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

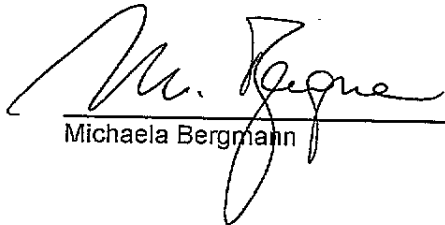
ARTICLE X Incorporator

10.01. The name and address of the Incorporator executing these Articles of Incorporation is Michaela Bergmann, 1505 SE 40th Street, Suite C, Cape Coral, FL 33904.

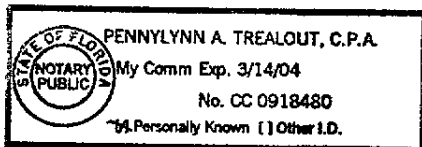
ARTICLE XI
Registered Office and Agent

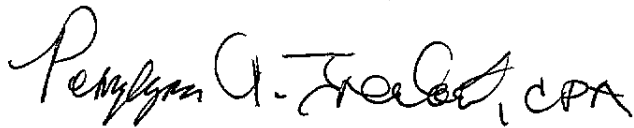
11.01. The street address of the initial registered office of the corporation is 1730 Country Club Boulevard, Cape Coral, FL 33990, and the name of the initial Registered Agent of the corporation at that address is Marcella M. Becker.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on September 19, 2001.



Michaela Bergmann





ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.

[Marcella Becker]

Marcella Becker

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