

P0200023874

12401 Twin Branch Acres Road
Tampa, FL 33626
USA
Tel: 813-814-2704
Fax: 813-818-0969
E-mail: dsoth@sprynet.com

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*****78.75 *****78.75

January 20, 2002

Department of State
Division of Corporations
P.O. Box 1500
Tallahassee, FL 32302-1500

850-488 9000

www.sunbiz.org

RE: Nereosoft Corporation

Enclosed are an original and one copy of the Articles of Incorporation and a check for \$78.75 for filing and certificate.

Please return a copy to me with the filing date stamped on it.

Yours very truly

Detlef Soth/235

FILED
02 MAR -5 AM 8:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

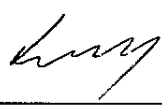
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Articles of Incorporation

FILED
02 MAR -5 AM 8:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation shall be: Nereosoft Corporation
2. The purpose for which the corporation is organized is to carry on the business of development of software and all other businesses connected therewith.
3. The principal place of business and the mailing address of the corporation is:
12401 Twin Branch Acres Road, Tampa, Fl 33636-4422
4. The corporation shall have the authority to issue 10,000,000 shares of common stock, in one class only, each with a par value of \$1.00.
5. The registered agent of the corporation is Elke Soth and the registered street address is 12401 Twin Branch Acres Road, Tampa, Fl 33626-4422.
6. The initial Board of Directors shall have one member whose name and address is as follows: Detlef Soth, 12401 Twin Branch Acres Road, Tampa, Fl 33626-4422
7. The numbers of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
8. The incorporator of this corporation is Detlef Soth, whose street address is 12401 Twin Branch Acres Road, Tampa, Fl 33626-4422.


Dated January 21, 2002



Incorporator

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 all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated January 21, 2002



Registered Agent