

**Doreen M. Goldbronn, P.A.**

*Attorney at Law*

25400 U.S. 19 North  
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8520 Government Drive  
Suite 5  
New Port Richey, FL 34654

March 8, 2002

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

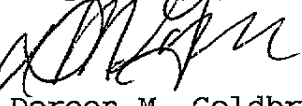
RE: Bolo Software, Inc.  
Articles of Incorporation

Dear Sir/Madam:

Enclosed herewith please find Articles of Incorporation, Certificate of Registered Agent and my check #4133 in the amount of \$70.00.

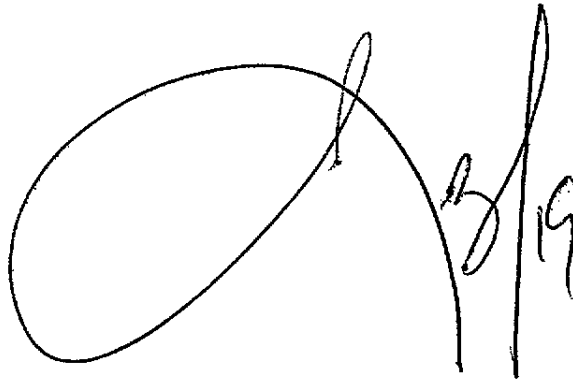
If you have any questions or wish to discuss the within more fully, please contact me at my Clearwater office.

Very truly yours,



Doreen M. Goldbronn  
DMG/jdc  
cc: client

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
BOLO SOFTWARE, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is BOLO SOFTWARE, Inc.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The authorized capital stock of this corporation shall be 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV - PERIOD OF EXISTENCE

The corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE V - REGISTERED OFFICE, REGISTERED AGENT AND MAILING ADDRESS

The street address of the initial office of this corporation is 1224 Mazarion Place, New Port Richey, County of Pinellas, State of Florida, 34655. The name of the initial registered agent of this corporation is Doreen M. Goldbronn, whose address is 25400 U.S. Hwy. 19 N., Suite 190, Clearwater, Florida 33763.

The mailing address of this corporation is 850 Washburn Ave., #270, Louisville, KY. 40222

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). Directors may be removed for cause. The name and address of each initial director of this corporation is:

Robert A. Niehaus  
850 Washburn Ave., #270  
Louisville, KY. 40222

ARTICLE VII - INCORPORATOR

The name and address of each person signing these articles is:

Doreen M. Goldbronn  
25400 U.S. Hwy. 19 N., Suite 190  
Clearwater, Florida 33763

ARTICLE VIII - OFFICERS

This corporation shall be managed by President, Secretary, and Treasurer. The offices may be held by one and the same person. Officers may be removed only for cause. The name and address of each initial officer of this corporation are:

President/Secretary/Treasurer    Robert A. Niehaus  
850 Washburn Ave., #270  
Louisville, Ky. 40222

ARTICLE IX - BYLAWS

All By-Laws shall be approved by a majority vote of the shareholders, and all modifications or additions to the By-Laws shall be ratified by a majority vote of the Shareholders before such modification or addition shall become effective.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer, Director or any former Officer or Director, to the full extent permitted by law for such acts of the Officer or Director, or former Officer or Director, while acting in a corporate capacity.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, or any right conferred by Shareholders as subject to this reservation.

Notwithstanding, the Shareholders reserve the right by majority vote, and the Board of Directors have no right to amend the Articles of Incorporation.

ARTICLE XII - BEGINNING OF CORPORATE EXISTENCE

This corporation shall begin doing business upon the filing of these Articles or on March 10, 2002, whichever shall last occur.

ARTICLE XIII - CHAPTER S ELECTION

It is the intention of the incorporator of this corporation that the first board of directors adopt to file an "S" Election with the Internal Revenue Service.

ARTICLE XIV - SECTION 1244 STOCK

It is the intention of the incorporator of this corporation that the first board of directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a "Small Business Corporation" which qualifies under the Code.

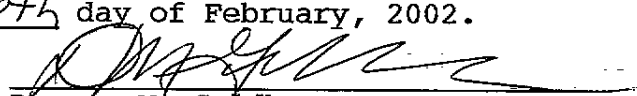
ARTICLE XV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XVI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber hereunto has set his hand and seal this 28th day of February, 2002.

  
Doreen M. Goldbronn, Incorporator

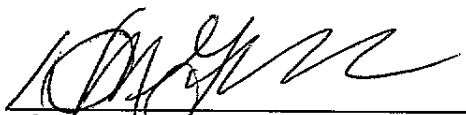
CERTIFICATE OF REGISTERED AGENT

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

That BOLO SOFTWARE, Inc., designed and organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of New Port Richey, County of Pinellas, State of Florida, has named Doreen M. Goldbronn, Attorney, whose address is 25400 U.S. 19 North, Suite 190, Clearwater, Florida, 33763, as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT

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 said act relative to keeping said office open.



DOREEN M. GOLDBRONN  
Registered Agent

**FILED**  
02 MAR 11 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA