

P02000070018

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

EMPATHY SOFTWARE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
EMPATHY SOFTWARE, INC.**

ARTICLE I - CORPORATE NAME

The name of this corporation is:

EMPATHY SOFTWARE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of
the corporation shall be:

4202 North Ocean Drive
Hollywood, Florida 33019

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting
any and all lawful business for which corporations may be
incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one
class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of
this corporation is:

4202 North Ocean Drive
Hollywood, Florida 33019

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and the name of the initial registered agent of this corporation
is: MARIA MAGNESS

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of
directors may be increased or decreased from time to time as
provided for in the By-Laws, but shall never be less than one (1).
The name and address of the initial directors of this corporation
are:

RALPH A. HARVEY
Beater House
Turkey Mills
Ashford Road
Maidstone Kent, UK ME145PP

TERESA JULIE HARVEY
Beater House
Turkey Mills
Ashford Road
Maidstone Kent, UK ME145PP

ARTICLE VIII - INCORPORATORS

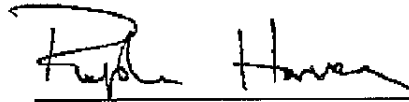
The name and address of the person signing the Articles of
this corporation is:

RALPH A. HARVEY
Beater House
Turkey Mills
Ashford Road
Maidstone Kent, UK ME145PP

ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested
with the power to adopt, alter, amend or repeal the By-Laws.

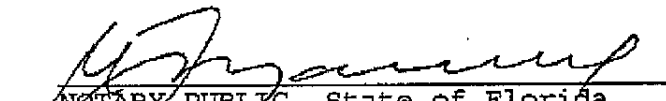
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 21 day of June, 2002.


RALPH A. HARVEY, ~~Incorporator~~

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared RALPH A. HARVEY, [] who is personally known to me, or [X] who produced UK Passport as identification, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

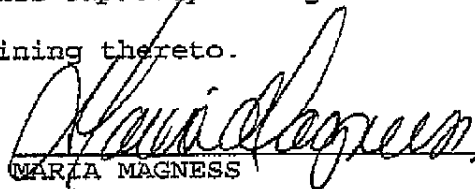
WITNESS my hand and official seal this 21 day of June, 2002.


NOTARY PUBLIC, State of Florida
My Commission expires:



ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



MARIA MAGNESS
Registered Agent

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