

FORM 88954

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

000007134950--0
-08/15/02--01035--003
*****78.75 *****78.75

SUBJECT: Xcellesoft, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: David E Johnson

Name (Printed or typed)

11110 W. Oakland Park Blvd. #212

Address

Sunrise, FL 33351

City, State & Zip

954 609-7626

Daytime Telephone number

FILED
02 AUG 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

**ARTICLES OF INCORPORATION
OF
XCELLESOFT, INC.**

FILED
02 AUG 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I: Name. The name of the Corporation is Xcellesoft, Inc.

Article II: Principal Office. The principal place of business and the mailing address of the Corporation is 11110 W Oakland Park Blvd. #212, Sunrise, FL 33351

Article III: Purpose. The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Florida, as they may be amended from time to time.

Article IV: Shares. The Corporation shall have authority to issue one thousand (1000) shares of Common Stock with a par value of one dollar (\$1.00).

Article V: Initial Officers/Directors. The initial board of directors shall consist of one (1) director(s). The name(s) and address(es) of the person(s) who is(are) to serve as he director(s) until the first annual meeting of shareholders or until his(her)(their) successor(s) is(are) elected and qualify(ies) is(are):

David E Johnson, 11110 W Oakland Park Blvd. #212, Sunrise, FL 33351.

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

Article VI: Registered Agent. The name and Florida street address of the Register agent of the Corporation is:

David E Johnson, 11110 W Oakland Park Blvd. #212, Sunrise, FL 33351.

Article VII: Incorporator. The name(s) and address(es) of the incorporator(s) is(are):
David E Johnson, 11110 W Oakland Park Blvd. #212, Sunrise, FL 33351.

All powers, duties and responsibilities of the incorporator(s) shall cease at the time of delivery of these Articles of Incorporation to the Florida Division of Corporations.

Article VIII: Indemnification of Officers, Directors, Employees and Agents.

The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact that he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

Article IV: Limitation of Liability.

To the fullest extent permitted by the Florida Statutes, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED this 10 day of August, 20 02 by all of the incorporators.

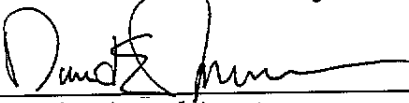


Signature/Incorporator

Acceptance of Appointment by Registered Agent.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signed this 10 day of August, 20 02.



Signature/Registered Agent

FILED
02 AUG 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA