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From:
Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FL 32399

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FLORIDA PROFIT CORPORATION OR P.A.

Carosella Software, Inc.

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ARTICLES OF INCORPORATION
OF
CAROSELLA SOFTWARE, INC.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be Carosella Software, Inc.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be to conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

This corporation is authorized to do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of this corporation enumerated in these Articles of Incorporation, or any amendment thereof.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS OF CORPORATION
AND REGISTERED AGENT

The street and mailing address of the principal office of this corporation shall be 6129 Via Venetia South, Delray Beach, Florida 33484. The street and mailing address of the registered agent of the corporation in the State of Florida shall be 6129 Via Venetia South, Delray Beach, Florida 33484.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation is Stephen Baldwin.

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ARTICLE VI - BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.
- C. The name and mailing address of the initial member of the Board of Directors who shall serve until his successor(s) shall have been elected and qualified is:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Stephen Baldwin	6129 Via Venetia South Delray Beach, FL 33484

ARTICLE VII - INCORPORATOR TO ARTICLES

The name and mailing address of the incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Stephen Baldwin	6129 Via Venetia South Delray Beach, FL 33484

IN WITNESS WHEREOF, the undersigned has set his hand and seal this 4th day of November, 2003.

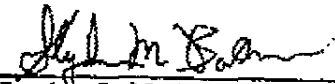


Stephen Baldwin

ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT OF
CAROSELLA SOFTWARE, INC.

I, Stephen Baldwin, hereby accept the appointment as the registered agent of Carosella Software, Inc., as made in the foregoing Articles of Incorporation.

Dated: November 4, 2003.


Stephen Baldwin

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