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TRANSMITTAL LETTER

Lightspeed Software, Inc.

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

	(PROPOSED CORPORA	TIE NAME – <u>Must Inclu</u>	DE SUFFIX)			
Enclosed are an orig	inal and one (1) copy of the art	icles 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 CO				
				-		
FROM:	Edwin R. (Carp (Printed or typed)		*	No. Tag	
7482 Chase St. Address					Wheeling Process	
Navarre, FL 32566					F: 2: ((T)
	(850) 20 Dayling	1-1563 Telephone number		ION ION	64	

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

ARTICLES OF INCORPORATION OF Lightspeed Software, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation, hereinafter referred to as the "Corporation" shall be Lightspeed Software, Inc.

ARTICLE II - PURPOSE

This Corporation may engage in or transact any and all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - PRINCIPLE OFFICE

The street address of the initial principle office of the Corporation shall be 7482 Chase Street, Navarre, Florida 32566

ARTICLE IV – CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 (ONE THOUSAND) shares of common stock having no (ZERO) par value per share.

ARTICLE V – PROVISIONS

The provisions for regulations of the internal affairs of the Corporation shall be as set forth in the bylaws

ARTICLE VI - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VII - TERRITORY

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

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ARTICLE VIII – LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the

Corporation or of any subsidiary of the Corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE IX - SELF DEALING

No contract or other transaction between the Corporation and other corporations, in the absence of fraud, shall be affected in invalidated by the fact that any one or more of the directors of the Corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may be come a director of the Corporation is hereby relieved from any liability that might otherwise exist from this contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the Corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE - X

This Corporation shall have a minimum of one (1) director.

ARTICLE XI – INITIAL DIRECTORS

The initial Board of Directors shall consist of:

Edwin R. Carp 7482 Chase Street Navarre, FL 32566

ARTICLE XII – INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial street address in the State of Florida for the initial registered office of the Corporation is 7482 Chase Street, Navarre, Florida 32566, County of Santa Rosa, and the name of the initial registered agent at such address is Dorthea P. Carper.

ARTICLE XIII - INCORPORATOR

The name and address of the incorporator is as follows:

Edwin R. Carp 7482 Chase Street Navarre, FL 32566 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 22th day of November 2004.

Incorporator:	
Gr Mhg	
STATE OF FLORIDA)
COUNTY OF SANTA ROSA) ss.)
The foregoing instrument was executed this 22 day of NOVEMS Edwin R. Carp who is are personal has/have produced identification and who did not take	My known by me or who
Poled B. Ray	No.
Notary Public	
State of Florida My Comm. E June 17, a No. 0345	CONDITION
My Commission Expires:	17/17/ 2005

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida.

Lightspeed Software, Inc., a Corporation organizing under the laws of the State of Florida, with its principle office located at 7482 Chase Street, Navarre, Florida, 32566, has named Dorthea P. Carper, whose address is 7482 Chase Street, Navarre, Florida 32566, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name and other officers of said Corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

STATE OF FLORIDA

) ss.

COUNTY OF SANTA ROSA

The foregoing instrument was executed and acknowledged before me this 22 day of 1012 Mg F2, 2004, by Edwin R. Carp who is are personally known by me or who has/have produced as identification and who did not take an oath.

Notary Public My Comm. Expired No. OF FLORISM OF FLORISM My Commission Expires: