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CLERK OF STATE
TALLAHASSEE FLORIDA

8/10/05

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TRANSMITTAL LETTER

2005 AUG -8 AM 8:51

REG. CLERK OF STATE
TALLAHASSEE FLORIDA

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

SUBJECT: Moving VT S-Chapter Corp to FL

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Carolyn S. Dunn
Name (printed or typed)

139 Camellia St
Address

Nokomis, FL ~~034~~ 34275
City, State & Zip

941-483-9158
Daytime Telephone Number

CERTIFICATE OF DOMESTICATION

The undersigned, Carolyn S. Dunn, President,
(Name) (Title)

of Sparrow Software Inc a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was 07/19/93.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Vermont, USA.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Sparrow Software Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Sparrow Software Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Vermont, USA (South Burlington, VT).
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Sparrow Software Inc

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 4 day of August, 2005.

Carolyn S. Dunn
(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

Sparrow Software Inc

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/MAILING ADDRESS IS:

139 Camellia Street
Nokomis, FL 34275

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

Software Consulting

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

100

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Carolyn S. Dunn, President
139 Camellia St
Nokomis, FL 34275

James J. Dunn, Secretary
139 Camellia St.
Nokomis, FL 34275

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

Carolyn S. Dunn
139 Camellia Street
Nokomis, FL 34275

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Carolyn S. Dunn
139 Camellia street
Nokomis, FL 34275

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

Carolyn S. Dunn
Signature/Registered Agent

8/4/05
Date

Carolyn S. Dunn
Signature/Incorporator

8/4/05
Date

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