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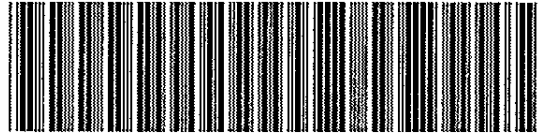
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Effective Date *Dec. 13, 2006*

FILED
06 DEC 15 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: TDC Software Corporation
(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: GUY * YUDIX LLP (Kim Bayle)
Name (Printed or typed)
55 EAST DORR BLVD
Address
STUART, FL 34994
City, State & Zip
(772) 286-7372
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF

TDC SOFTWARE CORPORATION

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME Effective Date

Dec. 13, 2006

The name of the Corporation is : TDC SOFTWARE CORPORATION

ARTICLE II - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 984 Nettles Blvd., Jensen Beach, FL 34957. The mailing address of the corporation is GUY & YUDIN, LLP, 55 East Ocean Blvd. Stuart, FL 34994

ARTICLE IV - DURATION

The duration of the Corporation is perpetual.

ARTICLE V - PURPOSE

The general purposes for which the Corporation is organized are the following:

- (a). to engage in and transact any lawful business for which Corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- (b). to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE VI - CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue is 1000, all of which shall be common shares with no par value. The Corporation shall be permitted to issue

fractional shares.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the Corporation's registered office is 55 East Ocean Blvd, Stuart, FL 34994. The initial registered agent for the Corporation at that address is John S. Yudin, Esq.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one member. The name and address of the persons who will serve as the initial director is:

John S. Yudin
Guy & Yudin, LLP
55 East Ocean Blvd.
Stuart, FL 34994

ARTICLE IX - INCORPORATOR

The names and street addresses of the Incorporator is:

Guy & Yudin, LLP
55 East Ocean Blvd.
Stuart, FL 34994

ARTICLE X - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws of the Corporation shall be vested in the Shareholders of the Corporation, who may adopt, alter, amend or repeal the Bylaws of the Corporation by majority vote of the holders of the outstanding shares.

ARTICLE XI - AMENDMENT

Except as otherwise provided herein, the Shareholders of the Corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any rights conferred upon the Shareholders is subject to this reservation.

ARTICLE XII - "S" CORPORATION ELECTION

The Corporation hereby reserves the right to "S" Corporation Election.

ARTICLE XIII - SECTION 1244 ELECTION

The Corporation hereby reserves the right to Section 1244 election.

ARTICLE XIV - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 12/13 day of 2006.

Guy & Yudin, LLP

1029
By John S. Yudin.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TDC SOFTWARE CORPORATION, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).

1029
John S. Yudin, Esq..
Date: 12/13/06

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06 DEC 15 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA