

**Electronic Articles of Incorporation
For**

P10000043897
FILED
May 21, 2010
Sec. Of State
jshivers

S3 VENTURES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

S3 VENTURES, INC.

Article II

The principal place of business address:

415 ST. FRANCIS ST.
UNIT 304
TALLAHASSEE, FL. US 32301

The mailing address of the corporation is:

415 ST. FRANCIS ST.
UNIT 304
TALLAHASSEE, FL. US 32301

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

OOOO SOFTWARE LLC
415 ST. FRANCIS ST
UNIT 304
TALLAHASSEE, FL. 32301

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SHAWN BAYERN

Article VI

The name and address of the incorporator is:

SHAWN BAYERN
415 ST. FRANCIS ST.
UNIT 304
TALLAHASSEE, FL 32301

Incorporator Signature: SHAWN BAYERN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
STEVEN J BAYERN
1310 GULF BLVD. APT 15A
CLEARWATER, FL. 33767 US

Title: VP
STUART M WERTZBERGER
12541 MAESTRO CT.
SAN DIEGO, CA. 92130 US

Title: S
SHAWN J BAYERN
415 ST. FRANCIS ST. UNIT 304
TALLAHASSEE, FL. 32301 US