

P9500007332

TRANSMITTAL LETTER

FILED
95 JAN 24 PM 1:23
STATE
CORPORATION
RECORDS SECTION
TALLAHASSEE, FLORIDA

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

SUBJECT: WolfPack Software, Inc.
(Proposed corporate name - must include suffix)

100001389971
-01/25/95--01032--020
***122.50 ***122.50

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Joshua Dembling
Dale McNair
Name (printed or typed)

6390 Pine Jog Avenue
Address

Boca Raton, FL 33433
City, State & Zip

(407) 394-5637
Daytime Telephone number

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

D. BROWN JAN 27 1995

ARTICLES OF INCORPORATION
OF

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95 JUN 24 PM 1:23
TALLAHASSEE, FLORIDA

Article I
Name

The name of the corporation is:

WolfPack Software Inc.

Article II
Duration

This corporation shall have a perpetual existence.

Article III
Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV
Address

The principal place of business or mailing address of this corporation shall be:

*6390 Pine Jog Avenue
Boca Raton, FL 33433*

Article V
Capital Stock

This corporation is authorized to issue 100 shares of one DOLLAR (\$1.00) per value common stock.

Article VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6390 Pine Jog Avenue, Boca Raton, FL 33433, and the name

of the initial registered agents of this corporation at the address are Joshua E. Dembling and Dale K. McNaughton.

Article VII
Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the directors of this corporation are:

Joshua E. Dembling
6390 Pine Jog Avenue
Boca Raton, FL 33433

&

Dale K. McNaughton
8221 Glades Road #7
Boca Raton, FL 33434

Article VIII
Incorporators

The name and address of the persons signing these Articles are:

Joshua E. Dembling
6390 Pine Jog Avenue
Boca Raton, FL 33433

&

Dale K. McNaughton
8221 Glades Road #7
Boca Raton, FL 33434

Article IX
Powers

This corporation shall have all of the corporation powers enumerated in the Florida Business Corporation Act.

Article X Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

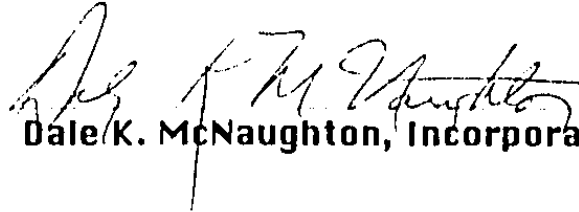
Article XIII
Beginning of Corporate Existence

The date when corporate existence shall begin shall be:

Jan. 22, 1995
Dated


Joshua E. Dembling, Incorporator

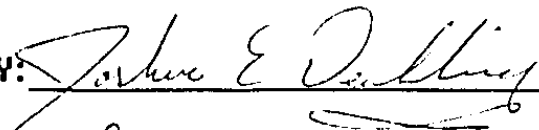
Jan. 22, 1995
Dated

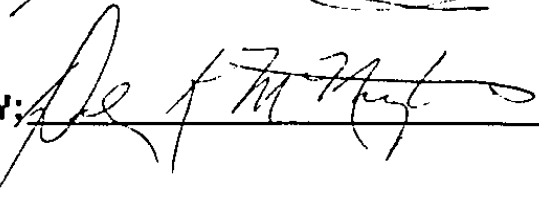

Dale K. McNaughton, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agents for WolfPack Software Inc., a Florida Corporation (the "Corporation"), in the foregoing Articles of Incorporation, we, on behalf of the corporation, hereby are familiar with and agree to accept the duties and responsibilities as registered agents for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agents.

REGISTERED AGENTS:

BY: 

BY: 

FILED
95 JAN 24 PM 1:23
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

P95000007332

Joshua Dembling
6390 Pine Jog Avenue
Boca Raton, FL 33433

OFFICE USE ONLY

FILED
95 JUL 21 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-07/24/95--01002--006
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

O/O neaig
7/31
JB

Examiner's Initials

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

FILED
95 JUL 21 AM 9:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, Joshua E. Dembling, hereby resign as C.E.O.
(Title)
of WolfPack Software Inc.
(Name of Corporation)

a corporation organized under the laws of the State of Florida.

That the corporation has been notified in writing of the resignation.

Joshua E. Dembling
(Signature of resigning officer/director)

ENCLOSED
FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314