

24089
MILTON S. SAMUELS
16499 Northeast 19th Avenue
Suite 104
North Miami Beach, FL 33162
(305)=949-9200

FILED

95 MAR 24 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
March 22, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

A check for \$122.50, payable to the Secretary of State, is enclosed herewith, for forming a new Corporation.

The following information is submitted.

A Certified Copy is requested, re the Articles of Incorporation, for a Profit Corporation.

Two copies of the said Articles, signed by the Incorporator, and properly Notarized, is enclosed herewith.

The name of the new Corporation is:
VMS Software, Inc.

It would be appreciated, if you would mail out to me, at the above address, all of the completed papers, forming the above new Corporation.

If any additional information is required, please contact the writer.

Respectfully submitted,

Milton S. Samuels
Milton S. Samuels

100001439401
-03/24/95-01094--002
***122.50 ***122.50

100001439401
-03/24/95-01094--002
***122.50 ***122.50

NANCY HENDRICKS MAR 28 1995

ARTICLES OF INCORPORATION
OF
VMS SOFTWARE, INC.

FILED

95 MAR 24 AM 9:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation, for such Corporation:

ARTICLE ONE

NAME

The name of the Corporation, shall be:
VMS Software, Inc.

ARTICLE TWO

NATURE OF BUSINESS

The Corporation may engage in, and/or transact, any, and/or all lawful activities, and/or business, permitted under the laws of the United States, the State of Florida, and/or any other State, Country, Territory, and/or Nation.

ARTICLE THREE

CAPITAL STOCK

The aggregate number of the shares of the stock, and its par value, that the Corporation is authorized to have outstanding at any one time, is:
One Hundred (100), all of which shall be Common Shares, with a par value of Ten (10) Dollars.

ARTICLE FOUR

TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE FIVE

BUSINESS OFFICE

The initial mailing address of the Corporation, and its initial principal business address, is the same:
2891 Southwest 141st Terrace,
Davie, FL 33330.

ARTICLES OF INCORPORATION
OF
VMS SOFTWARE, INC.

ARTICLE SIX

REGISTERED OFFICE

The initial mailing address of the Registered Office of the Corporation, is:
2891 Southwest 141st Terrace,
Davie, FL 33330,
and the name of the initial Registered Agent at such address, is:
Cindy Bicki.

ARTICLE SEVEN

INCORPORATORS

The name, and the address of the Incorporator, is:
Milton S. Samuels,
16499 Northeast 19th Avenue, Suite Number 104,
North Miami Beach, FL 33162.

ARTICLE EIGHT

DIRECTORS

The initial Board of Directors of the Corporation shall consist of Two (2) members.
The names, and the addresses of the initial Board of Directors, are:

- (1). Ronald W. Bicki,
2891 Southwest 141st Terrace,
Davie, FL 33330.
- (2). Cindy Bicki,
2891 Southwest 141st Terrace,
Davie, FL 33330.

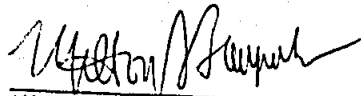
ARTICLE NINE

BUSINESS STATEMENT

The Corporation will not commence business, until the consideration for its issuance of all of the shares of the Capital Stock is received, in cash, and/or in-kind value.

ARTICLES OF INCORPORATION
OF
VMS SOFTWARE, INC.

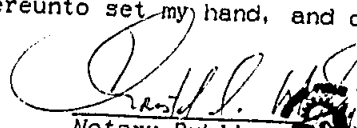
IN WITNESS WHEREOF, the undersigned Incorporator has
executed these Articles of Incorporation, on this
22nd day of March, 1995.


Milton S. Samuels,
Incorporator

STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

THE FOREGOING instrument was acknowledged, and was sworn to,
before me, on this 22nd day of March, 1995, by Milton S. Samuels,
known to me, to be the person whose name is subscribed hereto,
and acknowledged that he executed the same, for the purposes
therein contained.

IN WITNESS WHEREOF, I hereunto set my hand, and official
seal.


Christal D. MacGriff
Notary Public,
State of Florida

CHRISTAL D. MACGRIFF
My Commission Expires Nov. 28, 1997
Bonded by AHG
800-666-6670

THE WRITTEN ACCEPTANCE OF THE REGISTERED AGENT

I hereby verify that I am familiar with, and accept the
duties, and the responsibilities as the Registered Agent, for the
said Corporation.


Cindy Bicki