

P95000035965

FILED
95 MAY -8 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
The Capitol Building
P. O. Box 6327
Tallahassee, FL 32314

Re: S E S Software, INC.

Gentlemen:

Enclosed herein please find the original and one copy of the Articles of Incorporation and Designation of Registered Agent regarding the above-captioned corporation. I am also enclosing a check in the amount of \$122.50 which represents the following fees:

Filing Fee - Articles of Incorporation	\$ 35.00
Filing Fee - Designation of Registered Agent	\$ 35.00
Certified copy of Articles of Incorporation	\$ 52.50

TOTAL:	\$122.50

I would appreciate you filing the enclosed documents and providing my office with the certified copy of the Articles of Incorporation showing the corporation's existence as of the date of subscription.

Very truly yours,

Steven E. Souder
Steven E. Souder
5628 - 103rd Avenue N.
Pinellas Park, FL 34666

800001436728
-03/22/95--01076--012
****122.50 ****122.50

POB 3/23/95
706, 625
W95-6458

EFFECTIVE DATE

May 1, 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 23, 1995

STEVEN E. SOUDER
5628 - 103RD AVENUE N.
PINELLAS PARK, FL 34666

SUBJECT: SES SOFTWARE, INC.
Ref. Number: W95000006458

We have received your document for SES SOFTWARE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 195A00013161

ARTICLES OF INCORPORATION
OF
SES Software, INC.

FILED
95 MAY -8 PM 3:23
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SES Software, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the subscription of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business of a general corporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$ 1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5628 - 103rd Avenue N., Pinellas Park, FL 34666 and the name of the initial registered agent of this corporation at that address is John W. Souder. The location of the office will be 5628 - 103rd Avenue N. , Pinellas Park, FL 34666.

EFFECTIVE DATE

May 1, 1995

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Steven E. Souder
5628 - 103rd Avenue N.
Pinellas Park, FL 34666

Esther E. Souder
1501 - 84th Street N.
St. Petersburg, FL 33702

Karen L. Brown
8431 - 121st Avenue N.
Largo, FL 34643

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Steven E. Souder
5628 - 103rd Avenue N.
Pinellas Park, FL 34666


ARTICLE IX - POWERS

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

ARTICLE X - 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 shareholders if subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11/14/95 1995.


Steven E. Souder
Subscriber


ACCEPTANCE OF REGISTERED AGENT

For

SES Software, Inc.

John W. Souder having been named in the Articles of Incorporation as Registered Agent of SES Software, Inc. at its registered office 5628 - 103rd Avenue N., Pinellas Park, FL 34666 hereby accepts said designation as Registered Agent at said address, and states that he is familiar with and accepts the duties and obligations of Section 607.325, Florida Statutes.

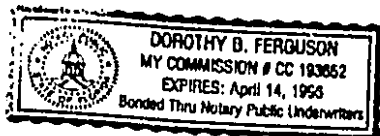
Dated the 1ST Day of MAY, 1995



John W. Souder

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 1ST day of MAY, 1995, by John W. Souder.




Notary Public, State of Florida
My Commission Expires: _____

FILED
95 MAY -8 PM 3:23
TALLAHASSEE, FLORIDA