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Secretary of State

FROM

ROBERT F. COHEN, P.A.  
Certified Public Accountant  
7823 N. DALE MABRY, SUITE 100  
TAMPA, FL 33614  
(813) 932-7415

P95000052818

SUBJECT

SOFT OPTIONS Corp

DATE

6/30/95

FOLD

Enclosed are the Articles of Incorporation  
for the above new corp

Please contact me if you have any problems

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Thank you,

Robert F. Cohen

7-10-95

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OFFICE OF THE  
SECRETARY OF STATE  
TAMPA, FLORIDA

SIGNED

ARTICLES OF INCORPORATION  
OF

SOFT OPTIONS CORP.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation is: SOFT OPTIONS CORP. The mailing address of the Corporation is: 1009 Beachwood Ave., Clearwater, Florida 34619.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation.

ARTICLE III

Purpose

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

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.

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(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and

secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any

of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE V

##### Capital Stock

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock, which shall be designated Common Shares.

#### ARTICLE VI

##### Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 7823 N. Dale Mabry Hwy Suite 100, Tampa, Florida 33614 and the name of its initial registered agent at such address is Robert F. Cohen.

#### ARTICLE VII

##### Initial Board of Directors

This Corporation shall have two directors initially. The number

of directors may be either increased or diminished from time to time by the Bylaws, but shall never less than one (1). The names and addresses of the initial directors of this Corporation are:

Name	Addresses
Douglas R. Leass	1009 Beachwood Ave. Clearwater, Florida 34619
Richard McGlone	14492 Tanglewood Dr. Largo, Florida 34642

#### ARTICLE VIII

##### Incorporator

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

Name	Address
Robert F. Cohen	7823 N. Dale Mabry Hwy Suite 100 Tampa, Florida 33614

#### ARTICLE IX

##### Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 30th day of June 1995.

Robert F. Cohen  
Robert F. Cohen

State of Florida  
County of Hillsborough

The foregoing instrument was acknowledged before me this 30th day of JUNE, 1995, by Robert F. Cohen who is (or are) personally known to me or who has produced as identification and who did (did not) take an oath.



IRMA M SANABIA  
My Commission CC295945  
Expires Aug. 07, 1997  
Bonded by ANB  
800-852-5678

Irma M. Sanabria  
Notary Signature

Irma M. Sanabria  
Printed Notary Name

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CLERK OF DISTRICT COURT  
JANUARY 1995 STATE  
FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

*Robert F. Cohen*

Robert F. Cohen

Dated: June 30, 1995

State of Florida  
County of Hillsborough

The foregoing instrument was acknowledged before me on this 30<sup>th</sup> day of JUNE, 1995, by Robert F. Cohen, who is (or are) personally known to me or who has produced as identification and who did (did not) take an oath.



IRMA M SANABIA  
My Commission CC295945  
Expires Aug. 07, 1997  
Bonded by ANB  
800-652-5478

*Irma M. Sanabria*

Notary Signature

*Irma M. Sanabria*

Printed Notary Signature