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ADMITTED IN FLORIDA AND CALIFORNIA

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September 7, 1995

****VIA FEDERAL EXPRESS; AIRBILL #5193237685****

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-00/00/95--01075--020
****122.50 ****122.50

RE: BUNZ, INC.
WINCORP SOFTWARE, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of Articles of Incorporation for the two (2) above-referenced proposed corporations.

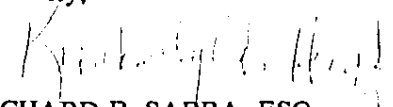
Enclosed is check number 111 payable to the Secretary of State in the amount of One Hundred Twenty-Two 50/100 Dollars (\$122.50) as and for filing fees for Bunz, Inc.

Also enclosed is check number 120 payable to the Secretary of State in the amount of One Hundred Twenty-Two 50/100 Dollars (\$122.50) as and for filing fees for Wincorp Software, Inc.

Please prepare a certified copy of each of the said Articles of Incorporation, endorse your approval thereon, and return the certified copies to me in the pre-paid Federal Express envelope enclosed.

If, for any reason, the enclosed documents are insufficient to issue charters for the proposed corporations, PLEASE CALL ME COLLECT.

Sincerely,


RICHARD B. SABRA, ESQ.

RBS/kh
Encls.

cc: Bunz, Inc.
Wincorp Software, Inc.

SN SFP 1 3 1995

FILED
05 SEP -8 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BUNZ, INC.

FILED
SEP 14 1995
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

Article I - Name

The name of the Corporation is BUNZ, INC.

Article II - Principal Office

The principal place of business and mailing address of the Corporation is 311 Palm Boulevard, Fort Lauderdale, Florida 33326. The Board of Directors of the Corporation may from time to time move its principal office in the State of Florida to any other place in this State.

Article III - Duration

The Corporation shall have perpetual existence unless dissolved pursuant to law.

Article IV - Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

Article V - Capital Stock

The Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) per share par value common stock.

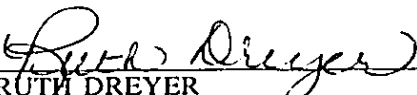
Article VI - Initial Registered Agent and Address.

The name and address of the initial registered agent of the Corporation is RICHARD B. SABRA, ESQ., 4330 Sherdian Street, Suite 202B, Hollywood, Florida 33021.

Article VII - Incorporator

The name and address of the incorporator is: RUTH DREYER, 11555 S.W. 21st Court, Davie, Florida 33325.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7 day of September, 1995.


RUTH DREYER

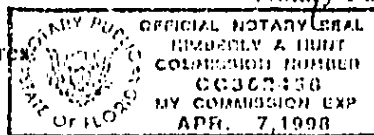
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, personally appeared RUTH DREYER, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 17 day of September, 1995.

Kimberly A. Hunt
Notary Public

My Commission Expires



(SEAL)

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby certify that I have accepted the appointment as the initial registered agent of BUNZ, INC., and agree to serve as its agent to accept service of process within this State at the Registered Office designated in the Articles of Incorporation, and acknowledge that I am familiar with and accept the obligations pursuant to Section 607.325 of the Florida Statutes.

Dated this 17 day of September, 1995

Richard B. Sabra
RICHARD B. SABRA, ESQ.

FILED
25 SEP - 9 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA