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

000001728510
-02/29/96--01036--004
*****75.00 *****75.00

RE: SPINNAKER SOFTWARE SOLUTIONS, INC.

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE NAMED CORPORATION. MY CHECK IN THE AMOUNT OF \$75 IS ENCLOSED.

PLEASE FORWARD ALL RELEVANT CORRESPONDENCE TO:

ROGER DEVLIN, REGISTERED AGENT
Spinnaker Software Solutions, Inc.
864 Vance Cir. N.E.
Palm Bay , FL 32905

Roger Devlin

ROGER DEVLIN

FILED
96 FEB 29 AM 10:43
SECRET/ST OF STATE
TALLAHASSEE, FLORIDA

2-4-96

ARTICLES OF INCORPORATION
OF
SPINNAKER SOFTWARE SOLUTIONS, INC.

FILED
96 FEB 29 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is SPINNAKER SOFTWARE SOLUTIONS, INC.

ARTICLE II

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to provide software marketing and business support and services, and to engage in any business lawful under the laws of the State of Florida or the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, valued at par of \$1.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series.

ARTICLE V

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI

The initial street address of the principal place of business of the Corporation is 864 Vance Cir. N.E., Palm Bay, FL 32905.

ARTICLE VII

The initial Board of Directors shall consist of one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the persons who shall serve as Director until the first annual meeting of the Shareholders, or until successors have been elected and qualified, is as follows:

Roger Devlin

ARTICLE VIII

The Shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of Directors to be elected multiplied by the number of shares to distribute them among as many candidates as he may wish. Notice must be given to the President of this Corporation not less than twenty-four (24) hours prior to the time set for the holding of the Shareholders' meeting for the election of Directors that said Shareholder intends to accumulate his vote at the election.

ARTICLE IX

The name and address of the initial incorporator is as follows:
Roger Devlin, 864 Vance Cir. N.E., Palm Bay, FL 32905.

ARTICLE X

The Shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Shareholders' meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Palm Bay, Brevard County, Florida, this 1st day of February, 1996.



Roger Devlin

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Roger Devlin
Registered Agent

FILED
96 FEB 29 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTRATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
96 FEB 29 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is :

SPINNAKER SOFTWARE SOLUTIONS, INC.

2. The name and address of the registered agent and office is:

Roger Devlin
864 Vance Circle N.E.
Palm Bay, FL 32905

Having been named as registered agent for the above named corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as registered agent.

Roger W. Devlin
Roger Devlin

2-1-96
Date