

P960000 36731

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

4/18/96

FROM:

GigaSoft Corporation  
203 Elm Avenue  
Melbourne Beach, FL 32951

S000001793089  
-04/24/96--01072--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DEAR CORPORATIONS DIVISION:

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. Certificate Of Designation Of Registered Office And Registered Agent
3. A check for \$78.75 for the Filing Fee & Certificate.

A certified copy is NOT requested. Please send certificate, responses, or receipts concerning this filing to the above address.

Thank you very much.

*Bradley W. Nedrud.*

Signature of Incorporator  
Bradley W. Nedrud  
203 Elm Avenue  
Melbourne Beach, FL 32951  
(407) 984-1405

FILED  
96 APR 24 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL APR 29 1996

**ARTICLES OF INCORPORATION**  
of  
GigaSoft Corporation

**FILED**  
96 APR 24 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 007 of the Florida Business Corporation Act, the undersigned incorporators submit these Articles of Incorporation for the purpose of forming a for-profit corporation.

**Article 1.** The name of the Corporation is GigaSoft Corporation.

**Article 2.** The principal place of business and mailing address of this corporation is 203 Elm Avenue, Melbourne Beach, FL 32951.

**Article 3.** The corporation is authorized to issue one class of stock, that stock being 100,000 shares of common stock, par value of \$0.01, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

**Article 4.** The name and address of the corporation's initial registered agent is Bradley W. Nedrud at 203 Elm Avenue, Melbourne Beach, FL 32951.

**Article 5.** The names and street addresses of the incorporators of this corporation are Bradley W. Nedrud at 203 Elm Avenue, Melbourne Beach, FL 32951 and Scott Daniels at 4600 Cypress Way South, St. Petersburg, FL 33705.

**Article 6.** No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporators have executed these Articles of Incorporation this 18th day of April, 1996. The undersigned incorporators hereby declare, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and the incorporators are at least eighteen years of age.

Bradley W. Nedrud  
Signature of Incorporator

Scott Daniels  
Signature of Incorporator

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED OFFICE AND REGISTERED AGENT**

**FILED**  
96 APR 24 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

The name of the corporation is GigaSoft Corporation.

The name and address of the corporation's registered agent and registered office is:

Bradley W. Nedrud  
203 Elm Avenue  
Melbourne Beach, FL 32951

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bradley W. Nedrud  
Signature of registered agent

Date of signature: 4/18/96

P96000036731

FILED

96 MAY 28 AM 11:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

FROM:

OigaSoft Corporation  
203 Elm Avenue  
Melbourne Beach, FL 32951

407001842244  
-05/29/96--01037--016  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

DEAR CORPORATIONS DIVISION:

Please find enclosed:

1. An amendment to Articles of Incorporation (Document number P96000036731) and one copy for the above named corporation.
2. A check for \$35 for the Filing Fee.

A certified copy is NOT requested. Please send responses or receipts concerning this filing to the above address.

Thank you very much.

*Bradley W. Nedrud*

Signature of President and Chairman of the Board of Directors  
Bradley W. Nedrud  
203 Elm Avenue  
Melbourne Beach, FL 32951  
(407) 984-1405

N. HENDRICKS MAY 31 1996

**ARTICLES OF AMENDMENT**  
for  
GigaSoft Corporation

**FILED**  
96 MAY 28 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned officers submit these Articles of Amendment for an existing Florida corporation.

The Board of Directors of GigaSoft Corporation recommended the following amendment to its shareholders on May 17, 1996 and the amendment was unanimously approved on that date by the voters of all outstanding shares of common stock, as set down in the Corporate Records.

**Text of the Amendment:**

The Articles of Incorporation of GigaSoft Corporation are hereby amended to change the name of the Corporation to "GigaSim Inc."

In witness whereof, the undersigned officers have executed these Articles of Amendment this 22nd day of May, 1996. The undersigned officers hereby declare, under penalty of perjury, that the statements made in the foregoing Articles of Amendment are true, and the officers are at least eighteen years of age.

Signed by:

Bradley W. Nedrud  
Signature of President

Attested by:

Bradley W. Nedrud  
Signature of Secretary