

THE LAW OFFICES OF
JOHN BRADLEY AND ASSOCIATES, P.A.

1215 E. BROWARD BLVD., SUITE 200
FORT LAUDERDALE, FLORIDA 33301

JOHN F. BRADLEY

(305) 523-6160

July 18, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **MICHAELSOFT SIMPLE SOFTWARE, INC.**
Articles of Incorporation Filing

000001901440
-07/23/96--01042--014
*****70.00 *****70.00

Dear Sirs,

Please find enclosed Articles of Incorporation for filing together with a check in the amount of \$70.00 representing your fee. Additionally, please find enclosed a copy of the Articles to be stamped and returned by the self addressed stamped envelope enclosed.

If you have any questions, please feel free to contact this office. Thanking you for your attention to this matter, I am

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.


John F. Bradley

Encl.

cc: Michaelsoft Simple Software, Inc.

JUL 24 1996

FILED
96 JUL 22 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

MICHAELSOFT SIMPLE SOFTWARE, INC.

FILED
96 JUL 22 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator for the purpose of forming a for profit Corporation under the provisions of Chapter 607 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is **MICHAELSOFT SIMPLE SOFTWARE, INC.** The address for the principal office of this corporation shall be 2078 N.W. 43rd Terrace, Unit 7, Fort Lauderdale, Florida 33313.

ARTICLE II

PURPOSE

The Corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having no par value per share.

ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 2078 N.W. 43rd Terrace, Unit 7, Fort Lauderdale, Florida 33313, and the name of the registered agent of the Corporation at that address is Michael Noel.

ARTICLE V
INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Michael Noel
2078 N.W. 43rd Terrace, Unit 7
Fort Lauderdale, Florida 33313

ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter of the Internal Revenue Code, 26 U.S.C. 1361 ET. SEQ., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator and
Registered Agent has herunto set his hand and seal this 17 day
of JULY, 1996, for the purpose of forming this Corporation
not for profit under the laws of the State of Florida.

Michael Noel
Michael Noel, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly
qualified to take acknowledgments, personally appeared Michael
Noel,

1. () to me personally known to be the person
described herein and who executed the foregoing instrument, and
acknowledged under oath that he executed the same.

OR

2. (X) who produced identification in the form of
Tenn. DL # 53803687,
and acknowledged under oath before me that he executed the same.

WITNESS my hand and official seal in the County and State
aforesaid this 17 day of July, 1996.

John F. Bradley
Notary Public

John F. Bradley
(Type/print Name of Notary)

My Commission Expires:



JOHN F. BRADLEY
MY COMMISSION # CC327737 EXPIRES
November 2, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Michael Noel, is an individual residing within the state and maintaining a business office identical with the registered office and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Michael Noel

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA