

P96000104491

LAW OFFICES OF  
JOSEPH C. FULLER, P.A.

A Professional Association

Street Address:

Suite 105  
1500 Colonial Blvd.  
Ft. Myers, FL 33907

Telephone: 941/939-2789  
Facsimile: 941/277-9021

Mailing Address:

P. O. Box 61407  
Ft. Myers, FL  
33906-1407

December 24, 1996

Ms. Freida Chesser  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Transmittal Letter

SUBJECT: MICROWARE, INC.


000002038480--6  
-12/26/96-01054-013  
\*\*\*122.50 \*\*\*122.50

Dear Ms. Chesser,

Enclosed is an original and one (1) copy of the Articles of Incorporation for MICROWARE, INC. and a check for: \$70.00 for the filing fee plus \$52.50 for a certified copy, for a total of \$122.50.

If any further information is needed, please contact me at 941/939-2789. Thank you for your assistance.

Very truly yours,

  
SUZANNE LEWIS, Esq.  
FOR THE FIRM

Pmc  
12/31/96

EFFECTIVE DATE

Jan 1, 1997

FILED  
96 DEC 26 AM 11:48  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MICROWARE, INC.  
A Florida Corporation

FILED  
95 DEC 26 AM 11:48  
STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

EFFECTIVE DATE

ARTICLE I

Jan 1, 1997

The name of the corporation ("Corporation") is MICROWARE, INC.

ARTICLE II

The existence of the corporation shall begin on 1/1/97.

ARTICLE III

The street address of the principal office of the Corporation is 2709 Swamp Cabbage Court, Suite 14-A, Fort Myers, FL 33901.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Hundred (100), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2709 Swamp Cabbage Court, Suite 14-A, Fort Myers, FL 33901. The initial registered agent for the Corporation at that address is DARIUS ADRIAN JOSEPH.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The names and address of the person(s) who will serve on the initial board of directors are:

Name	Address
DARIUS ADRIAN JOSEPH	2709 Swamp Cabbage Court Suite 14-A Fort Myers, FL 33901

ARTICLE VII

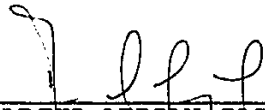
The names and street addresses of the person(s) signing these articles of incorporation are:

Name	Address
DARIUS ADRIAN JOSEPH	2709 Swamp Cabbage Court Suite 14-A Fort Myers, FL 33901

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

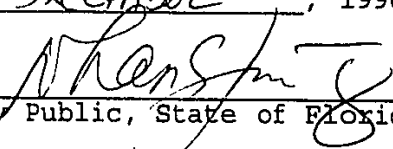
IN WITNESS WHEREOF, the undersigned incorporator has  
executed these articles of incorporation this 24th day of  
December, 1996.

  
\_\_\_\_\_  
DARIUS ADRIAN JOSEPH  
Incorporator

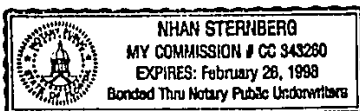
STATE OF FLORIDA  
COUNTY OF LEE

I HEREBY CERTIFY that on this day, before me, an officer  
duly authorized in the State aforesaid and in the County  
aforesaid to take acknowledgements, personally appeared  
DARIUS ADRIAN JOSEPH, personally known by me or has provided,  
FDL# J 210-161-66-401-0, to me for identification  
purposes, to be the person described in and who executed the  
foregoing instrument and he acknowledged before me that he  
executed the same as his free act and deed.

WITNESS my hand and official seal in the County and State  
last aforesaid this 24 day of December, 1996.

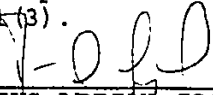
  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **MICROWARE, INC.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
DARIUS ADRIAN JOSEPH  
Registered Agent

Date: .....12/24/96.....

FILED  
95 DEC 26 AM 11:48  
TALLAHASSEE, FLORIDA  
STATE