

EFFECTIVE DATE

7-1-97

**ARTICLES OF INCORPORATION
OF
RAYSOFT, INC.**

FILED

97 JUN 30 AM 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RAYSOFT, INC.

The principle place of business of this corporation shall be Winter Garden, Florida; the mailing address is 26D Windtree Gardens, Winter Garden, Florida 34787 and the phone number of the subscribers is 407-877-0983.

ARTICLE II.

The period of its duration is perpetual beginning July 1, 1997.

ARTICLE III. NATURE OF BUSINESS

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, all of one class, at a par value of \$1.00, which will be designated "common shares".

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation will have no directors initially, and the affairs of this corporation will be handled by the Shareholders. A Board of Directors, and the number of directors, may be established, increased or diminished from time to time by the By-Laws.

ARTICLE VI. INCORPORATOR

The name and address of the persons signing these Articles are:

Manuela Raysik
26D Windtree Gardens
Winter Garden FL 34787

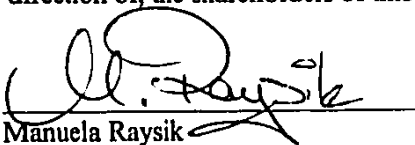
Richard Raysik
26D Windtree Gardens
Winter Garden FL 34787

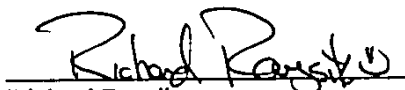
ARTICLE VII. BY-LAWS

The power to adopt, alter, amend, or repeal by-laws will be vested in the shareholders.

VIII. MANAGEMENT BY SHAREHOLDERS

All corporate powers will be exercised by or under the authority of, and the business affairs of this corporation will be managed under the direction of, the shareholders of this corporation.


Manuela Raysik


Richard Raysik

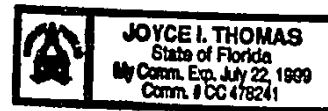
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MANUELA RAYSIK and RICHARD RAYSIK, to me known to be described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

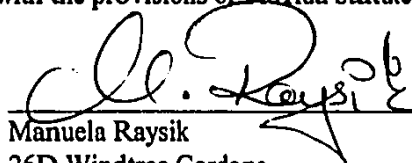
WITNESS my hand and official seal in the State and County last aforesaid, this 27th
day of JUNE, 1997.


NOTARY PUBLIC

My Commission expires:



I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of RAYSOFT, INC., and agree to comply with the provisions of Florida Statutes.



Manuela Raysik
26D Windtree Gardens
Winter Garden Fl 34787

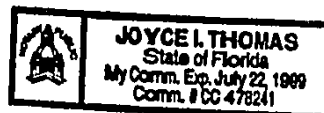
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared MANUELA RAYSIK to me known to be described as REGISTERED AGENT of RAYSOFT, INC., and who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that she subscribed to such designation of REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this 27TH day of JUNE, 1997.


NOTARY PUBLIC

My Commission expires:



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TALLAHASSEE, FLORIDA