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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 14 AM 10:07

July 11, 1997

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

SUBJECT: Articles of Incorporation of Point Software, Inc.

Dear Division of Corporations:

Enclosed is an original and one (1) copy of the articles of incorporation and the registered agent's acceptance statement. I have enclosed a check for \$70.00, covering the articles and registered agent's acceptance filing fees.

FROM: Edward A. Broyles  
405 Central Avenue, Suite 301  
St Petersburg, FL 33701  
(813) 898-1225

Enclosures

*Edward A. Broyles*

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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ARTICLES OF INCORPORATION  
OF  
POINT SOFTWARE, INC.

ARTICLE I: NAME

The name of the corporation shall be Point Software, Inc.  
Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 405 Central Avenue, Suite 301, St. Petersburg, Florida 33701.

ARTICLE III: SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is one thousand (1,000).

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of this corporation's initial registered agent is:

Edward A. Broyles, 405 Central Avenue, Suite 301, St. Petersburg, Florida 33701.

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Edward A. Broyles, 405 Central Avenue, Suite 301, St. Petersburg, Florida 33701.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of July, 1997.

  
Edward A. Broyles, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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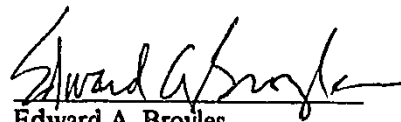
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Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of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

1. The name of the corporation is Point Software, Inc..
2. The name and address of the registered agent is:

Edward A. Broyles  
Suite 301, 405 Central Avenue  
St. Petersburg, Florida 33701

HAVING BEEN NAMED AS 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.



Edward A. Broyles

Date: July 11, 1997