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August 5th, 1997

Florida Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG - 7 PM 12:53

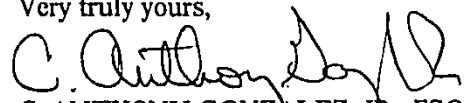
RE: YEAR 2000 SOFTWARE SOLUTIONS, INC..

Dear Sir/Madame:

Enclosed please find the original and one copy of the articles of Incorporation of YEAR 2000 SOFTWARE SOLUTIONS, INC., together with this office's check in the amount of \$78.75 made payable to the Secretary of State of Florida to cover the costs for Filing Fee and Designation of Registered Agent and for a certificate of incorporation for the above referenced corporation. Please process same accordingly and make your return to this office at the above referenced address, in the self-addressed, stamped envelope enclosed for your convenience.

Thanking you in advance for your courtesies with regard to the foregoing. If you should have any questions or require any further information, please do not hesitate to contact me.

Very truly yours,


C. ANTHONY GONZALEZ, JR., ESQ.

CAG
Enclosures

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**ARTICLES OF INCORPORATION
OF
YEAR 2000 SOFTWARE SOLUTIONS, INC.**

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

ARTICLE I

The name of this corporation shall be YEAR 2000 SOFTWARE SOLUTIONS, INC., and its principal place of business shall be at Route 3, Box 373, Bonifay, Florida 32425, but it may establish branch offices at any other points deemed advisable by its Board of Directors within the State of Florida.

ARTICLE II

The purpose or purposes for which the corporation is organized is to engage or transact in any and all lawful activities or business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the State, territory, district, or possession of the United States, or by the foreign country.

ARTICLE III

This corporation shall have a perpetual existence.

ARTICLE IV

The business of the corporation shall be conducted by a President, Vice-President, Secretary and Treasurer, and a Board of Directors of one (1) but no more than five (5) members; but the number of Directors may be increased or decreased from time to time by the By-Laws of the company or by resolution of the Stockholders at any annual or special meeting.

Other offices may, in the same manner, be abolished or created, established and filled. Any number of such offices may be held and filled by one and the same person.

All officers shall be elected annually by the Directors. The Directors shall be elected by the

Stockholders at each annual meeting of the Stockholders which shall be held on the third Wednesday in the first month immediately following the tax year of the corporation, but the date of such annual meeting may be changed by the By-Laws or by Resolution adopted at any meeting of the Board of Directors or by the Stockholders at any annual or special meeting.

ARTICLE V

The Directors shall meet to adopt By-Laws and, until their successors shall have been elected or appointed and qualified, the business of the corporation shall be conducted by TERRY ALLAN SMITH, Route 3, Box 373, Bonifay, Florida 32425, as a Director and President/Treasurer/Secretary,

ARTICLE VI

The maximum number of shares of stock that are authorized to be issued and outstanding at any one time is one hundred (100) shares of capital stock, which shall have a par value of \$1.00 per share. All stock shall be nonassessable, payable in lawful money of the United States of America, or in property, labor, or services at a just valuation to be fixed by the Directors of the corporation at the organizational meeting held after the granting of the charter herein applied for.

The capital stock of the corporation shall be sold, signed, issued and transferred only in accordance with the By-Laws.

ARTICLE VII

The Shareholders of the corporation shall have preemptive rights and shall have the right to maintain their percentage ownership of stock for any newly authorized and issued stock of the Corporation on the same terms and conditions as offered to new Shareholders.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least sixty percent (60%) of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

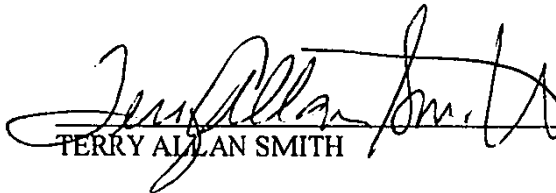
The names and places of residence of the subscribers to the capital stock are as follows:

TERRY ALLAN SMITH
Route 3, Box 373
Bonifay, Florida 32425

ARTICLE X

This corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has pursuant to Chapter 48.091, Florida Statutes, named TERRY ALLAN SMITH, Route 3, Box 37, Bonifay, Florida 32425, as its agent to accept service of process within the State.


I, the undersigned, being the original subscriber of the capital stock of YEAR 2000 SOFTWARE SOLUTIONS, INC., as herein set forth, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and that said certificate is made for the purpose of having Letters of Patent issued for said corporation.


TERRY ALLAN SMITH

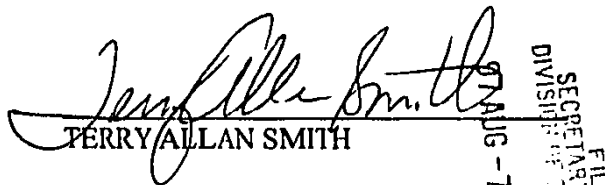
STATE OF LOUISIANA:
ORLEANS PARRISH:

BEFORE ME, the undersigned authority, this day personally appeared TERRY ALLAN SMITH, to me well known and having presented his DRIVERS License as identification, and known to me to be the person who subscribed to and signed the above and foregoing Articles of Incorporation and who acknowledged for himself that he has made and subscribed the above and foregoing for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28th day of July, 1997.


NOTARY PUBLIC D. Neil LaHaye
MY Commission Expires: NOTARY PUBLIC
Parish of Orleans, State of Louisiana
My commission is issued for life.

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


TERRY ALLAN SMITH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG - 7 PM 12: 53

**STATE OF LOUISIANA:
ORLEANS PARRISH:**

BEFORE ME, the undersigned authority, this day personally appeared TERRY ALLAN SMITH, to me well known and having presented his DRIVERS LICENSE, known to me to be the person who signed and acknowledged executing as registered agent the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28th day of July, 1997.

D. Neil LaHaye
NOTARY PUBLIC
MY Commission Expires:

wpdocs\articles of Year 2000

D. Neil LaHaye
NOTARY PUBLIC
Parish of Orleans - State of Louisiana
My commission is issued for life.