

JAAL Software, Inc.
10113 Kimbrough Dr.
Brooksville, FL 34601

PA8000059096

June 29, 1998

Department of State
Division of Incorporations
Post Office Box 6327
Tallahassee, FL 32314

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-07/01/98-01052-003
***122.50 ***122.50

RE: Articles of Incorporation - JAAL Software, Inc.

Dear Sir:

In accordance with my understanding of the requirements to charter the above-named entity in Florida, I have enclosed the executed Articles of Incorporation and a check for \$122.50 payable to the Department of State.

I understand the incorporation fee is \$70.00, and the fee for a certified copy of the Articles is \$52.50, the sum of which is \$122.50. Accordingly, please find same.

If additional information is required for the Department to issue a Charter for JAAL Software, Inc., please contact me. I can be reached during the day at telephone (352) 563-1300.

Respectfully,



G. Max Barnes

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
of
JAAL Software, Inc.

ARTICLE 1: NAME

The name of this corporation is JAAL Software, Inc.

ARTICLE II: DURATION

This Corporation shall have perpetual existence.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 500 shares of no par value common stock.

ARTICLE V: ADDRESS

The initial street address of this corporation shall be:

10113 Kimbrough Dr.
Brooksville, FL 34601

The mailing address of the Corporation shall be:

10113 Kimbrough Dr.
Brooksville, FL 34601

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Director of this corporation is:

- | | |
|-----------------------|--------|
| 1. G. Max Barnes | 2. n/a |
| 10113 Kimbrough Dr. | |
| Brooksville, FL 34601 | |

ARTICLE VII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

G. Max Barnes
10113 Kimbrough Dr.
Brooksville, FL 34601

ARTICLE VIII: BY-LAWS

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

ARTICLE IX: INDEMNIFICATION

The Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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ARTICLE X: PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights.

ARTICLE XI: AMENDMENT

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 the Board to shareholders, and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all directors and all shareholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII: INTERNAL REVENUE CODE

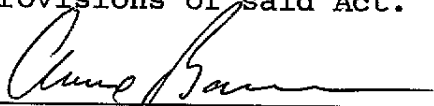
This corporation is being incorporated pursuant to provisions of Section 1244, of the Internal Revenue Code, as amended, and the regulations pertaining thereto.

ARTICLE XIII: REGISTERED AGENT

In accordance with Chapter 48.091, Florida Statute, the following is submitted in compliance with said Act:

That, JAAL Software, Inc., desiring to organize under the laws of the State of Florida, U.S.A., with its principal office in the City of Brooksville, County of Hernando, State of Florida, has named G. Max Barnes, located at 10113 Kimbrough Dr., Brooksville, Florida, 34601, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the stated corporation, at that place designated herein, I hereby agree to comply with the provisions of said Act.



G. Max Barnes, Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of June, 1998.



G. Max Barnes, Incorporator



Ronald Cohen, Witness

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SECRETARY OF STATE
TALLAHASSEE FLORIDA