



**THE UNITED STATES
CORPORATION**
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 985260 80973A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 5, 1998

ORDER TIME : 3:51 PM

ORDER NO. : 985260-005

CUSTOMER NO: 80973A

CUSTOMER: David J. Schottenfeld, Esq
DAVID J. SCHOTTENFELD, P.A.

Suite 203
7520 Northwest 5 Street
Fort Lauderdale, FL 33317

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 PM 12:53

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*****70.00 *****70.00

DOMESTIC FILING

NAME: INNOVATIVE MANAGEMENT
SOFTWARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

RECEIVED
98 OCT -6 AM 8:10
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304
10/10/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 PM 12:53

ARTICLES OF INCORPORATION
OF
INNOVATIVE MANAGEMENT SOFTWARE, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribed to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be

INNOVATIVE MANAGEMENT SOFTWARE, INC.

ARTICLE II- NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III - CAPITAL STOCK

This maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each share having the par value of \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The mailing address and initial street address of the principal office of this corporation is 7520 NW 5th Street # 203, Plantation, FL 33317.

ARTICLE VII - DIRECTORS

The corporation shall have one (1) Director initially, whose name and address is:

DAVID J. SCHOTTENFELD
7520 NW 5th Street # 203
Plantation, FL 33317

ARTICLE VIII - REGISTERED AGENT

The Registered Agent for this Corporation shall be
DAVID J. SCHOTTENFELD 7520 NW 5th Street # 203, Plantation, FL
33317.

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation are as follows:

DAVID J. SCHOTTENFELD
7520 NW 5th Street # 203
Plantation, FL 33317

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1 day of October, 1998.


DAVID J. SCHOTTENFELD

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

BEFORE ME personally appeared DAVID J. SCHOTTENFELD, who is personally known to me, and known to be the person described in and who executed the foregoing Articles of Incorporation or has shown _____ as _____ identification), _____ and acknowledged to and did take an oath before me that he executed said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal, this 1 day of October, 1998.

Myra I. Belle
Notary Public
State of Florida at Large

(Name of Notary)

My Commission Expires:



Myra I. Belle
MY COMMISSION # CC549250 EXPIRES
April 22, 2000
BONDED THRU TROY FARM INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT -6 PM 12:53

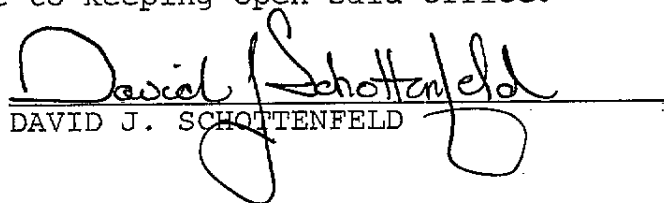
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE, FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN PURSUANCE OF Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST, that INNOVATIVE MANAGEMENT SOFTWARE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Plantation, County of Broward, State of Florida, has named DAVID J. SCHOTTENFELD, whose address is 7520 NW 5th Street # 203, Plantation, FL 33317 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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


DAVID J. SCHOTTENFELD