



THE UNITED STATES
CORPORATION
COMPANY

P98000085846

ACCOUNT NO. : 072100000032

REFERENCE : 986500 90591A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 6, 1998

ORDER TIME : 2:49 PM

ORDER NO. : 986500-005

CUSTOMER NO: 90591A

600002657016--2
-10/07/98--01001--008
*****70.00 *****70.00

CUSTOMER: Roma Molinaro, Legal Asst
MICHAEL KAHN, P.A.

482 N. Harbor City Boulevard

Melbourne, FL 32935

DOMESTIC FILING

NAME: PARADISE SOFTWARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

g 10/7/98

RECEIVED
98 OCT -6 PM 3:23
DIVISION OF CORPORATION

FILED
98 OCT -6 AM 10:03
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
PARADISE SOFTWARE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 AM 10:03

I, THE UNDERSIGNED, do hereby execute these Articles of Incorporation for the purposes of forming and becoming a corporation for profit under the Florida General Corporation Act, and do hereby certify that I have become such a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is Paradise Software, Inc.

ARTICLE II - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III - PURPOSE

The general purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes (1989).

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of one dollar (\$1.00) per share. These shall be designed "Common Shares". The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of at least one (1) member.

The names and addresses of the first Board of Directors are:

Peter Sommers
1031 Park Drive
Indian Harbour Beach, FL
32937

Jerry Thrasher
1125 Steven Patrick Ave.
Indian Harbour Beach, FL
32937

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1031 Park Drive, Indian Harbour Beach, Florida, 32937 and the name of the initial registered agent of this corporation is Peter Sommers.

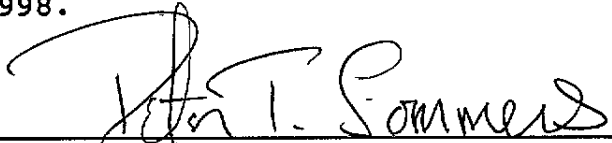
ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator, who is signing these Articles is:

Peter Sommers
1031 Park Drive
Indian Harbour Beach, FL 32937

IN WITNESS WHEREOF, the undersigned incorporator has made,

subscribed and acknowledged these Articles of Incorporation on this
1st day of Oct, 1998.


Peter Sommers

STATE OF FLORIDA

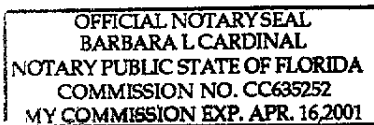
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared, Peter Sommers, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged, before me, that he executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal at Melbourne, Brevard County, Florida, this 1st day of October, 1998.

(Notarial Seal)


Notary Public, State of Florida



CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 AM 10:03

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that Paradise Software, Inc., a Florida Corporation qualified to do business under the laws of this State, with its principal office at 1031 Park Drive, Indian Harbour Beach, Florida 32937, has appointed Peter Sommers, as its agent to accept service of process within the State.

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby comply with the provisions of said Act relative to keeping open said office.



Peter Sommers
Registered Agent