

LAW OFFICES OF
MATTHEW D. ELLROD, P.A.

PHONE: 813-843-0566

5901 U.S. Highway 19, Suite 7E
New Port Richey, FL 34652

FAX: 813-843-9033

November 5, 1997

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

600002684556--4
-11/10/98--01063--004
****122.50 *****78.75

Re: Creative Software Concepts, Inc. (new incorporation)

Gentlemen:

Enclosed are the following documents in connection with the above-referenced filing of a new corporation:

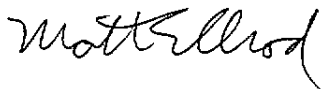
1. Articles of Incorporation (original and one copy)
2. Check for \$122.50, for:
 - (a) filing fee of \$35.00
 - (b) certified copy fee of \$52.50
 - (c) registered agent fee of \$35.00

Please file the original Articles and return a certified copy to the undersigned.

Thank you for your kind attention to this matter.

Sincerely,

MATTHEW D. ELLROD, P.A.



Matthew D. Ellrod

MDE/me

Encl: as noted

cc: Hal Roenick

F. CHESSE

NOV 16 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 10 AM 8:46

ARTICLES OF INCORPORATION
OF
CREATIVE SOFTWARE CONCEPTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 10 AM 8:46

The undersigned, acting as incorporator of a corporation under the Florida general corporations act, adopts the following articles of incorporation for that corporation.

1. NAME: The name of this corporation is CREATIVE SOFTWARE CONCEPTS, INC.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE: The purpose is to engage in the creation and marketing of computer software, and any other lawful business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK: The corporation is authorized to issue 10,000 shares, all of one class, at \$1.00 par value.

5. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered office and agent of this corporation are:

Harry Roenick
905 Rivo Place
Tarpon Springs, FL 34689

6. INITIAL BOARD OF DIRECTORS: This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by an amendment of the bylaws, but shall never be less than one.

The name and address of the initial directors of this corporation are:

Harry Roenick
2200 Toniwood Lane
Palm Harbor, FL 34685

William Shadrick
2201 Toniwood Lane
Palm Harbor, FL 34685

Daniel Beltram
6800 N. Florida Ave.
Tampa, FL 33604

7. INCORPORATOR: The name and address of the incorporator signing these articles of incorporation are:

Harry Roenick
2200 Toniwood Lane
Palm Harbor, FL 34685

8. PRINCIPAL OFFICE: The street and mailing address of the principal office of the _____ corporation are:

905 Rivo Place
Tarpon Springs, FL 34689

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 4th day of November, 1998.


Harry Roenick
Incorporator

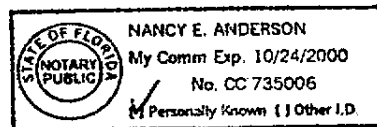
I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for CREATIVE SOFTWARE CONCEPTS, INC.


Harry Roenick
Registered Agent

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 4th day of November, 1998 by HARRY ROENICK, who is personally known to me, as incorporator for CREATIVE SOFTWARE CONCEPTS, INC., a Florida corporation.


_____, Notary Public



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 10 AM 8:44