

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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CERTIFIED COPY

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X FILING Articles

1.) Cabana Software, Inc.
(CORPORATE NAME & DOCUMENT #)

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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T. SMITH NOV 16 1998

Cabana Software, Inc.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article I / Name

The name of the corporation shall be **Cabana Software, Inc.**

Article II / Principal Office

The principal place of business and mailing address of this corporation shall be:

**104 Longleaf Lane
Altamonte Springs, Florida 32714**

Article III / Shares

The number of shares to be authorized and outstanding at any one time is **1,000 shares.**

Article IV / Initial Registered Agent and Street Address

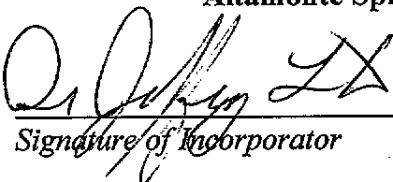
The name and address of the initial registered agent is:

**Jeffrey L. Collins
104 Longleaf Lane
Altamonte Springs, Florida 32714**

Article V / Incorporator (s)

The name(s) and address(es) of the incorporator(s) of these Articles of Incorporation is (are):

**Jeffrey L. Collins
104 Longleaf Lane
Altamonte Springs, Florida 32714**


Signature of Incorporator

11-11-98
Date

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Cabana Software, Inc

Cabana Software, Inc.

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

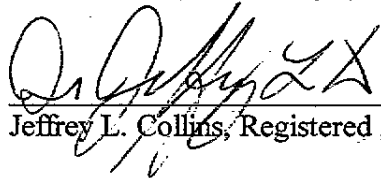
The name of the corporation is:

Cabana Software, Inc.

The name and address of the registered agent is:

Jeffrey L. Collins
104 Longleaf Lane
Altamonte Springs, Florida 32714

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jeffrey L. Collins, Registered Agent

11-11-98

Date

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Cabana Software, Inc

Cabana Software, Inc.

Agreement for Stock Ownership/ Initial Incorporator's Meeting/ First Stockholder's Election

Cabana Software, Inc., was incorporated as a Florida Corporation on November 11, 1998 with two incorporators: Jeffrey L. Collins and James M. Gocek.

The total number of authorized shares to be outstanding is one thousand (1,000) shares. The incorporators have agreed that such shares shall have a par value of one dollar (\$1). This total number of authorized and outstanding shares, as agreed today by the undersigned, is 1,000 total, of which per the following paragraph, all 1,000 shares are prescribed in the following manner:

50 Shares	to Jeffrey L. Collins
50 Share	to James M. Gocek

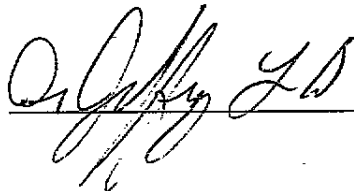
100 shares total issued to this date, representing ten percent (10%) of the authorized and outstanding shares of Cabana Software, Inc.

The shareholders, by a vote of more than fifty percent (50%), vote the following as the initial Board of Directors:

Jeffrey L. Collins
James M. Gocek

These directors, at the meeting held today, vote the following officers

Jeffrey L. Collins	Vice President / Treasurer
James M. Gocek	Vice President / Secretary



Date: 11-11-98

Cabana Software, Inc.