

P990000/0820

Date: 01/22/99

Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002760554--8
-02/01/99--01119--002
****122.50 *****78.75

Re: GEMINI SOFTWARE, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Thomas A. White

Gemini Software
10233 Waters Edge Ct.
Brooksville, FL 34613
(352) 442-2778

FILED
99 FEB -1 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 3 1999

ARTICLES OF INCORPORATION
of
GEMINI SOFTWARE, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: GEMINI SOFTWARE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of one Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: Gemini Software, Inc.		
ADDRESS: 10233 Waters Edge Ct.		
CITY: Brooksville,	FLORIDA	ZIP: 34613

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: Thomas White		
ADDRESS: 10233 Waters Edge Ct.		
CITY: Brooksville,	FLORIDA	ZIP: 34613

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This coporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the coporation are as follows:

NAME: Thomas White		
ADDRESS: 10233 Waters Edge Ct.		
CITY: Brooksville,	FLORIDA	ZIP: 34613
NAME: _____		
ADDRESS: _____		
CITY: _____	FLORIDA	ZIP: _____

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TALLAHASSEE, FLORIDA

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: Thomas White		
ADDRESS: 10233 Waters Edge Ct.		
CITY: Brooksville,	FLORIDA	ZIP: 34613
NAME: _____		
ADDRESS: _____		
CITY: _____	FLORIDA	ZIP: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22nd day of January, 1999.

(Seal)

(Seal)

(Seal)

State of Florida)
County of Hernando) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Signature

W 360-821-45-201-0
Form of Identification

Signature

Form of Identification

Signature

Form of Identification

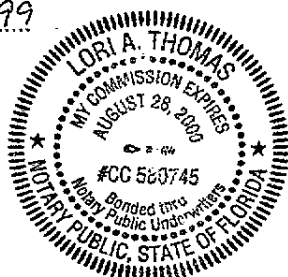
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that Thomas White executed these Articles of Incorporation, that I relied upon the form X of identification of the above named person as indicated opposite each name, and that an oath (was) (was not) taken.

State

January, 1999

Witness my hand and official seal in the County and

last aforesaid this 12th day of



Notary Signature

Lori A. Thomas

Printed Notary Signature

LORI A. Thomas

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

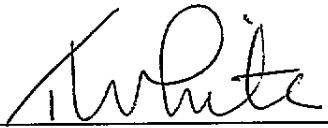
CERTIFICATE OF REGISTERED AGENT OF

GEMINI SOFTWARE, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida
with
its registered office as indicated in the Articles of Incorporation at **10233 Waters Edge
Ct.** has named **Thomas White** located at the aforesaid address, as its Registered
Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

X 
(registered agent)

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TALLAHASSEE, FLORIDA