



P99000022898

Florida Incorporators, Inc.

Mark S. Hankins
President
1221 Brickell Avenue, Suite 900
Miami, Florida 33131

March 6, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/08/99-01106-003
*****78.75 *****78.75

RE: Psychware, Inc.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and a check previously drawn regarding Klein Services, Inc. That company has already been incorporated with a new name and a new check, so please apply the monies to this new filing.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -8 AM 9:08

Articles Of Incorporation
OF
PSYCHWARE INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -8 AM 9:08

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

- FIRST: The name of the corporation is PSYCHWARE INC.
- SECOND: The period of its duration is perpetual.
- THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.
- FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.
- FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.
- SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

TODD SCHIEFFELIN
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

LUIS A. PAGAN
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

JEFFERY C. DANNEL
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

SEVENTH: The name and address of the incorporator is:

JEFFERY C. DANNEL
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

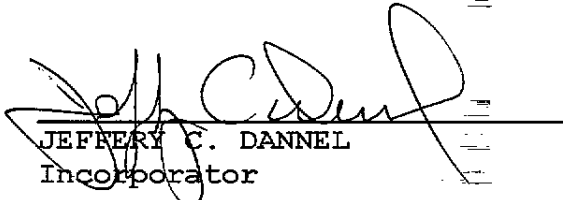
EIGHTH: The name and address of the initial registered agent and the initial registered office is:

JEFFERY C. DANNEL
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

NINTH: The mailing address and principal office of the corporation is:

PSYCHWARE INC.
615 N HWY 17-92 SUITE 105
DEBARY, FL 32713

DATED: March 3, 1999


JEFFERY C. DANNEL
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.



JEFFERY C. DANDEL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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