

TRANSMITTAL LETTER

PP9000048249

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

SUBJECT: SOFTWARE, CORPORATION  
(Proposed corporate name - must include suffix)

800002877748--2  
-05/17/99--01126--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: ALBERT M. GENER  
Name (Printed or typed)

9745 SUNSET DRIVE #105  
Address

MIAMI, FLORIDA 33173-4619  
City, State & Zip

305- 926- 7525  
Daytime Telephone number

RECEIVED  
TALLAHASSEE, FLORIDA

99 MAY 27 AM 11:03

FILED

NOTE: Please provide the original and one copy of the articles.

W-11856  
TS  
MAY 27 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 20, 1999

ALBERT M. GENER  
9745 SUNSET DR., #105  
MIAMI, FL 33173-4619

SUBJECT: SOFTEWARE, CORPORATION  
Ref. Number: W99000011856

We have received your document for SOFTEWARE, CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 299A00028044

May 24<sup>th</sup>, 1999


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

Dear Mrs. Tracy Smith:

As per your request in our conversation on May 20<sup>th</sup>, I am sending you this letter to inform you that I am aware of the similarly named existing entity "Software Florida, Inc.". I believe that in the matter that we will market our company, it will be very distinguishable from the above mentioned.

Thank You for your time and efforts in correcting this problem. I can be reached at (305) 926-7525. Should you have any further questions, please do not hesitate to contact me.

Sincerely,



Albert Gener

**ARTICLES OF INCORPORATION  
OF  
SOFTWARE, CORPORATION**

The undersigned incorporator hereby executes these articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME:**

The name of the corporation shall be: Software, Corporation.

**ARTICLE II. NATURE OF BUSINESS:**

The corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county or territory.

**ARTICLE III. CAPITAL STOCK:**

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is one hundred twenty (120) shares of common stock having a nominal par value of one dollar (\$1.00) per share.

**ARTICLE IV. TERM OF EXISTENCE:**

This corporation is to exist perpetually.

**ARTICLE V. ADDRESS:**

The initial principal office of this corporation in the State of Florida is : 9745 SUNSET DRIVE, SUITE # 105, MIAMI, FLORIDA 33173-4619. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

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99 MAY 27 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI. REGISTERED AGENT:**

The initial Registered Agent is ALBERT M. GENER whose address is 9745 SUNSET DRIVE, SUITE # 105, MIAMI, FLORIDA 33173-4619. This address shall also be known as the registered office.

**ARTICLE VII. DIRECTORS:**

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time, by the bylaws adopted by the shareholders, but shall never be less than one (1).

The name and address of the initial director (s) is:

ALBERT M. GENER - President, whose address is 9745 SUNSET DRIVE, SUITE # 105, MIAMI, FLORIDA 33173-4619.

ALBERT M. GENER - Secretary, whose address is 9745 SUNSET DRIVE, SUITE # 105, MIAMI, FLORIDA 33173-4619.

**ARTICLE VIII. EFFECTIVE DATE:**

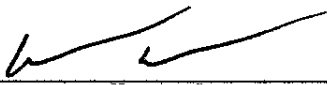
These Articles of Incorporation shall be effective upon the Secretary of State accepting and filling these Articles of Incorporation.

**ARTICLE IX. PRE-EMPTIVE RIGHTS:**

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

**ARTICLE X. INCORPORATOR:**

The name and address of the person signing these Articles of Incorporation is: ALBERT M. GENER 9745 SUNSET DRIVE, SUITE # 105, MIAMI, FLORIDA 33173-4619.

  
\_\_\_\_\_  
Incorporator

5-11-99  
\_\_\_\_\_  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**ARTICLE XI. AMENDMENTS:**

These Articles of Incorporation may be amended from time to time in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by the majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION**

Having been named as registered Agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

The foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provision of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
ALBERT M. GENER  
Registered Agent