

ALFIERI and ASSOCIATES, Inc.

Attorney and Counselor at Law

Commercial Transactions  
and Immigration Law

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August 16, 1999

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

EFFECTIVE DATE  
8/14/99

Reference: DDH Software, Inc.  
Filing of Articles of Incorporation

Dear Sir or Madam:

300002963123--8

-08/18/99--01053--005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is fully executed original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent for the above captioned corporation.

Also enclosed is a check in the amount of \$78.75 representing the applicable filing fees and fee for a certified copy of the Articles of Incorporation.

Please return a certified copy of the Articles of Incorporation and the Certificate of Incorporation to my office at your earliest convenience.

Thank you for your help in this matter.

Sincerely,

*Paul R. Alfieri*  
Paul R. Alfieri, Esq.

PRA/lma  
Encl.

FILED  
99 AUG 18 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/24/99  
MM

ARTICLES OF INCORPORATION  
OF

DDH Software, Inc.

EFFECTIVE DATE  
8/14/99

FILED  
99 AUG 18 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is:

DDH Software, Inc.

ARTICLE II - ADDRESS

The initial address of the corporation is:

7859 Springvale Drive  
Lake Worth, FL 33467

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of No Par value common stock which shall be designated " Common Shares."

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is:

and its address is:

David J. Hauptert  
7859 Springvale Drive  
Lake Worth, FL 33467

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

| <u>NAME</u>       | <u>ADDRESS</u>                                |
|-------------------|---|
| David J. Hauptert | 7859 Springvale Drive<br>Lake Worth, FL 33467 |

ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

| <u>NAME</u>       | <u>ADDRESS</u>                                |
|-------------------|---|
| David J. Hauptert | 7859 Springvale Drive<br>Lake Worth, FL 33467 |

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of AUGUST, 1999.

David J. Hauptert  
David J. Hauptert, Subscriber

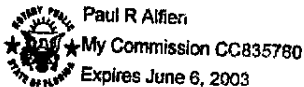
STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared David J. Hauptert, known to me to be the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14 day of AUGUST, 1999.

Paul R. Alfieri  
Notary Public

My Commission Expires:



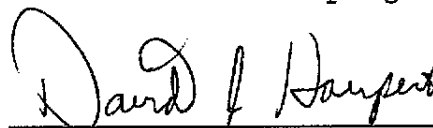
CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That DDH Software, Inc. having been organized under the laws of the  
State of Florida, with its principle office, as indicated in the  
Articles of Incorporation at 7859 Springvale Drive, Lake Worth, FL  
33467 has named David J. Haupert its Registered Agent; and 7859  
Springvale Drive, Lake Worth, FL 33467 as the place where service  
of process may be served within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above  
stated Corporation, at the place designated in this Certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.



David J. Haupert, Registered Agent

FILED  
99 AUG 18 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA