

TD990090657

TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-10/11/99--01079--001
*****78.75 *****78.75

SUBJECT: CLEC Software, Inc.
(Proposed corporate name - must include suffix)

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

\$70.00
Filing Fee

X \$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee

& Certificate Copy
Certified Copy
& Certificate

\$131.25
Filing Fee,

& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jonathan D. Woods, Esq.
Name (Printed or Typed)

15 West Church Street, Suite 201
Address

Orlando, Florida 32801
City, State, & Zip

407.650.8133

Daytime Telephone Number

FILED
99 OCT 11 PM 1:40
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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

10/14/99

ARTICLES OF INCORPORATION
OF
CLEC SOFTWARE, INC.

FILED
99 OCT 11 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is: CLEC Software, Inc.

ARTICLE II

The existence of the corporation shall begin on the date of filing.

ARTICLE III

The street address of the principal office of the Corporation is: 696 East Altamonte Drive, Suite 4, Altamonte Springs, Florida 32701.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 15 West Church Street, Suite 201, Orlando, Florida, 32801. The initial registered agent for the Corporation at that address is Jonathan D. Woods, Esq.

ARTICLE VI

The initial board of directors shall consist of four (4) members. The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Paul Joachim	236 Whitesand Court Casselberry, Florida 32707
Juanita Joachim	236 Whitesand Court Casselberry, Florida 32707
Saul Stawar	4118 Leafy Glade Place Casselberry, Florida 32707
Eric Chrisman	3474 Woodley Park Place Oviedo, Florida 32765.

ARTICLE VII

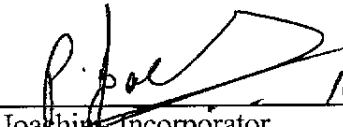
The names and street addresses of the persons signing these articles of incorporation are:

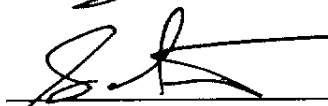
<u>Name</u>	<u>Address</u>
Paul Joachim	236 Whitesand Court Casselberry, Florida 32707
Saul Stawar	4118 Leafy Glade Place Casselberry, Florida 32707.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26TH of September, 1999.


 Paul Joachim, Incorporator 10/5/99.


 Saul Stawar, Incorporator 10/4/99

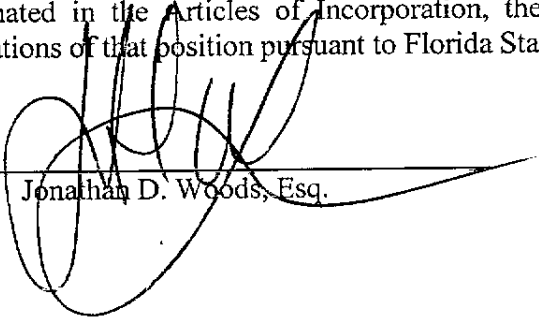
FILED

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for CLEC Software, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statutes, § 607.0501(3).



Jonathan D. Woods, Esq.

10/4/99

Date