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LARSON & LARSON, P.A.

ATTORNEYS AT LAW  
Practicing Domestic & International  
Patent Trademark & Copyright Law  
Trial and Appellate Litigation

H. WILLIAM LARSON  
HERBERT W. LARSON  
ALSO ADMITTED IN DELAWARE AND THE DISTRICT  
OF COLUMBIA AND REGISTERED TO PRACTICE  
BEFORE THE U. S. PATENT AND TRADEMARK  
OFFICE. (REG. NO. 21008).  
JAMES E. LARSON  
REGISTERED TO PRACTICE BEFORE THE  
U. S. PATENT AND TRADEMARK OFFICE  
(REG. NO. 37867).

11199-69th STREET NORTH  
LARGO, FL 33773-5504  
727-546-0660  
FAX 727-545-1595

BATTAGLIA, ROSS, DICUS & WEIN, P.A.  
TRIAL COUNSEL

October 11, 1999

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-10/14/99--01055--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: Incorporation of Advanced Software Products, Inc.  
My File 1297.1

Dear Madam Secretary:

Enclosed in connection with the above is the Articles of Incorporation and a check for \$70.00 to cover the cost. Please direct all correspondence to the undersigned. Thank you in advance for your assistance.

Very truly yours,

LARSON & LARSON, P.A.

James E. Larson

JEL/ml  
Enclosures

FILED  
99 OCT 14 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TS/10/19/99

**ARTICLES OF INCORPORATION  
OF  
ADVANCED SOFTWARE PRODUCTS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

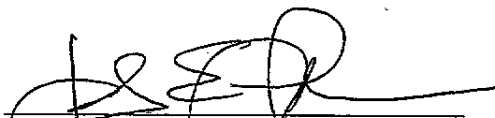
1. The name of the corporation is ADVANCED SOFTWARE PRODUCTS, INC.
2. The principal place of business and mailing address of the corporation is 2531 Landmark Drive, Suite 102, Clearwater, FL 33761.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.
4. The total number of shares of stock which the corporation is authorized to issue is one hundred thousand (100,000), no par value.
5. The business and affairs of the corporation shall be managed by the Board of Directors, and the directors need not be elected by ballot unless required by the By-Laws of the corporation.
6. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized to adopt, amend or repeal the By-Laws.
7. The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.
8. The name and address of its registered agent and office in the State of Florida is James E. Larson, Esq., Larson & Larson, P.A., 11199 69th Street North, Largo, FL 33773-5504.
9. The name and mailing address of the persons who are to serve as a directors until the first annual meeting of the stockholders or until successors are elected and qualified are:

<u>NAME</u>	<u>MAILING ADDRESS</u>
J. Michael den Ouden	2531 Landmark Drive, Suite 102, Clearwater, FL 33761
William Barr	2531 Landmark Drive, Suite 102, Clearwater, FL 33761

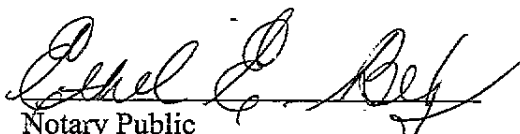
10. The incorporator is James E. Larson, Esq., Larson & Larson, P.A., 11199 69th Street North, Largo, FL 33773-5504.

**I, THE UNDERSIGNED**, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, do make, file and record this Certificate of Incorporation, certifying that the facts herein stated are true.

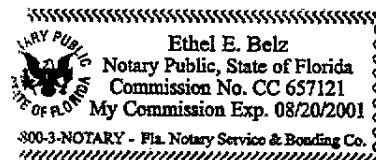
**I, THE UNDERSIGNED**, accept appointment as registered agent for Advanced Software Products, Inc. and state that I am familiar with and accept the obligations provided for in §607.0505 Florida Statutes.

  
James E. Larson  
STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this October 11, 1999 by James E. Larson, who is personally known to me.

  
Notary Public

Seal:



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TALLAHASSEE, FLORIDA