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**Florida Department of State
Division of Corporations
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 22, 1999

PARCORP SERVICES LTD

SUBJECT: ISTANDEY.COM SOFTWARE, INC.
REF: W99000026837

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

FAX AUDIT NO. (((H99000029750 9)))

STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
IStandby.com Software, Inc.

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
IStandby.com Software, Inc.

SECOND: The street address of the initial principal office of the corporation shall be 786 Conestee Drive, W. Melbourne, FL 32904 and the mailing address of the corporation shall be the same.

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

FOURTH: The number of shares the corporation is authorized to issue is 1,000,000 shares of common stock having NO PAR VALUE.

FIFTH: The street address of the initial registered office of the corporation is 786 Conestee Drive, W. Melbourne, FL 32904 and the name of its initial registered agent at such address is DAVID OGDEN.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is ONE (1) and the name(s) and addresse(s) of the person(s) who is/are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

DAVID OGDEN
786 Conestee Drive, W. Melbourne, FL 32904

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation:

Michael J. Jagoda, PMB 258, 13799 Park Blvd. N., Seminole, FL 33776

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22ND day of NOVEMBER 1999.


Michael J. Jagoda, Incorporator

Preparer Info:

Parcorp Services, Ltd. / Michael J. Jagoda, Phone: 727-320-9848
PMB 258 - 13799 Park Blvd. N., Seminole, FL 33776
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

iStandby.com Software, Inc.

Acceptance by the Registered Agent as required in section 807.0501 (3)
F.S. **DAVID OGDEN** is familiar with and accepts the obligations provided
for in Section 807.0505.

Dated: NOVEMBER 22, 1999

SIGNED BY:
DAVID OGDEN



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