

CHARLES D. MINER

Attorney at Law

105 East Robinson Street
Suite 501
Orlando, Florida 32801

P95000008891

Board Certified in Taxation
Phone: (407) 248-1668
Fax: (407) 839-0577

January 26, 1995

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

800001392488
-01/31/95--01020--010
*****70.00 *****70.00

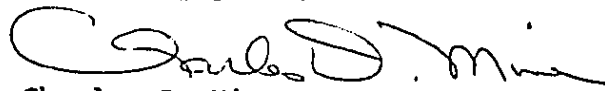
Attn: Corporations Division
Re: Intellisoft Technologies, Inc.
Effective Date: January 26, 1995

Dear Sir or Madam:

Enclosed for filing please find Articles of Incorporation of Intellisoft Technologies, Inc. (original and one copy). My check is enclosed in the amount of \$70.00 to cover the filing fee for the Articles of Incorporation. Please return the enclosed photocopy of the Articles to me to acknowledge your acceptance, and filing, of these Articles.

Thanking you in advance for your cooperation in this matter.

Very truly yours,


Charles D. Miner

CDM/tp
Enclosures
cc: Mr. Ramesh Addanki

SDC

EFFECTIVE DATE

JAN 26 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 AM 8:14

**ARTICLES OF INCORPORATION
OF
INTELLISOFT TECHNOLOGIES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 AM 8:14

ARTICLE I - NAME

The name of this corporation is INTELLISOFT TECHNOLOGIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

11404 Wagon Road, Suite D
Orlando, Florida 32826

The name of the initial registered agent of this corporation at that address shall be:

RAMESH ADDANKI

EFFECTIVE DATE

JAN 26 1995

The street address of the corporate offices shall be:

11404 Wagon Road, Suite D
Orlando, Florida 32826

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have one (1) director initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officers of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
RAMESH ADDANKI	11404 Wagon Road, Suite D Orlando, Florida 32826	President/ Secretary/ Treasurer/ Director

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
RAMESH ADDANKI	11404 Wagon Road Suite D Orlando, FL 32826

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized),

including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions 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 26 day of January, 1995.

Ramesh Addanki
RAMESH ADDANKI

STATE OF FLORIDA)

COUNTY OF ORANGE)

BEFORE ME the undersigned authority, personally appeared RAMESH ADDANKI, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified by me as follows: Florida I.D. Card. He ~~(did)~~ (did not) take an oath prior to executing this instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of January, 1995.

Charles D. Miner
Notary Public
My Commission Expires:



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: INTELLISOFT TECHNOLOGIES, INC.
2. The name and address of the registered agent and office is:

RAMESH ADDANKI
11404 Wagon Road, Suite D
Orlando, Florida 32826

Date: January 26, 1995

Ramesh Addanki
RAMESH ADDANKI, President

ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: January 26, 1995

Ramesh Addanki
RAMESH ADDANKI

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 30 AM 8:14