

STATE OF ALABAMA

FOR-PROFIT CORPORATION ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5334 TO RESERVE A CORPORATE NAME.

STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE JUDGE OF PROBATE'S FILING FEE IS \$35 AND THE SECRETARY OF STATE'S FILING FEE IS \$50.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

Article I The name of the corporation.

AOPRO, Inc

Article II

The duration of the corporation is perpetual, unless otherwise stated.

Article III

The corporation has been organized for the following purpose(s):

computer software development, consulting,
wholesale

Article IV

The number of shares which the corporation shall have the authority to issue is none.

Article V

The street address (NO PO BOX) of registered office 1861 Hamilton Rd
Pelham AL 35124 and the name of
registered agent at that office Mikhail Gutman

Article VI

The name(s) and address(es) of the Director(s).

Mikhail Gutman

1861 Hamilton Rd Pelham AL 35124

Article VII

The name(s) and address(es) of the Incorporator(s).

Mikhail Gutman

1861 Hamilton Rd Pelham AL 35124

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation

on this, the Third day of January, 2000

THIS DOCUMENT PREPARED BY:

Mikhail Gutman

Type or Print Name of Incorporator

Mikhail Gutman

Signature of Incorporator

01/07/2000-00730
09:48 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MMS 90.00

Inst # 2000-00730

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

AOPRO, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mike Gutman, 1861 Hamilton Road, Pelham, AL 35124 for a period of one hundred twenty days beginning December 28, 1999 and expiring April 27, 2000.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.



December 28, 1999

Date

A handwritten signature in dark ink, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State

Inst # 2000-00730

01/07/2000-00730
09:48 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

003 KMS

90.00