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Requestor's Name

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HODGES & CARLE, P.A.
Attorneys at Law
38410 North Avenue
Post Office Box 548
Zephyrhills, Florida 33539-0548

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known):

(Corporation Name)

2. (Corporation Name) (Document #)

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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98 DEC 14 PM 1:37
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
TRANSATLANTIC SOFTWARE, INC.

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TALLAHASSEE, FLORIDA

The undersigned, being qualified to act as incorporators under the Florida General Corporation Act, adopt the following Articles of Incorporation for the purpose of organizing a Corporation under the Act:

1. The name of the Corporation is:

TRANSATLANTIC SOFTWARE, INC.

2. The duration of the Corporation is perpetual.

3. The street address of the initial principal office and of the registered office of the Corporation in the State of Florida shall be 36715 Tara Avenue, Zephyrhills, Florida 33541, and the name of the Registered Agent at such address is CLIFFORD W. DORR, JR.

4. The Corporation is to be for profit.

5. The purposes for which the Corporation is organized

are:

To be a master distributor of computer based software with no direct sales channel;

To do any or all of the things herein set forth, and all things usual, necessary or proper in furtherance of or incidental to said business, to the same extent as natural persons might or could do in any part of the world, at wholesale or retail, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others;

To carry on any other business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida, provided, however, that the Corporation is not being formed for any purpose which requires compliance with statutory provisions not a part of the Act which govern the formation of corporations and is not being organized for a purpose or purposes which require authorization under the laws or statutory regulations of the State of Florida by any office or commission other than the Office of the Secretary of State;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State of Florida;

But if this Corporation shall undertake to do any of the things hereinbefore set forth in any state other than Florida, in the District of Columbia, in any territory, colony, or dependency of the United States, or in any foreign country or in any colony or dependency thereof, then as to such jurisdictions, and each of them, this Corporation shall be deemed to have such powers only insofar as such jurisdictions respectively permit corporations within their several respective jurisdictions to execute such powers.

6. The maximum number of shares that the Corporation is authorized to issue is one thousand (1,000) shares, all without par value. Such shares shall be of one class and shall be designated common shares.

7. The holders of shares of the Corporation of any class, in the event of the proposed issuance by the Corporation of shares of stock of the same class, at any time after completion of its original issuance of shares, or in the event of the grant by the Corporation of any options or rights to purchase shares of the same class, or in the event of the proposed issuance by the

Corporation of any securities convertible into or carrying an option to purchase shares of the same class, shall have the right to acquire such securities, as nearly as practicable, in proportion to their holding of shares of such class. Issuances giving rise to such preemptive rights shall include any issuance of authorized but unissued shares, as well as the issuance of any treasury shares held by the Corporation. The price offered to each holder by reason of his preemptive rights shall be no less favorable than the price at which the shares are to be offered to others. Shares which have been offered to shareholders to satisfy their preemptive rights, but which are not purchased by them within thirty (30) days after receipt of a notice from the Corporation stating the price, terms and conditions upon which the shareholders may exercise their preemptive rights, may be thereafter issued or sold to any other person or persons at a price not less than the price at which they were offered to the shareholders.

8. The initial Board of Directors shall contain three Directors whose names and addresses follow:

CLIFFORD W. DORR, JR.	36715 Tara Avenue Zephyrhills, FL 33541
ALAN BRASLOW	6 Banner Road Cherry Hill, NJ 08003
CLIFFORD HURST	Wells Plaza West, Suite 22 Wells, ME 04090

9. The name and address of the incorporators are:

CLIFFORD W. DORR, JR.	36715 Tara Avenue Zephyrhills, FL 33541
ALAN BRASLOW	6 Banner Road Cherry Hill, NJ 08003

CLIFFORD HURST

Wells Plaza West, Suite 22
Wells, ME 04090

This Corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Florida General Corporation Act.

EXECUTED This 5th December day of November, 1998.



MARILYN LINK
COMMISSION # CC 685777
EXPIRES OCT 5, 2001
BONDED THRU
ATLANTIC BONDING CO., INC

→ Clifford W. Dorr, Jr.
CLIFFORD W. DORR, JR.

Alan Braslow
ALAN BRASLOW

Cliff Hurst
CLIFFORD HURST

INCORPORATORS

STATE OF FLORIDA)

COUNTY OF PASCO)

The foregoing instrument was acknowledged before me this 5th December day of November, 1998, by CLIFFORD W. DORR, JR.,

[] who is personally known to me, OR

[✓] who has produced Florida Driver License as identification.

Marilyn Link
Signature of Notary Public

Marilyn Link
Typed/Printed Name of Notary Public
NOTARY PUBLIC

CC 685777
Serial Number (if any)

My commission expires: October 5, 2001

STATE OF NEW JERSEY)

COUNTY OF Burlington)

The foregoing instrument was acknowledged before me this
25 day of November, 1998, by ALAN BRASLOW,

[] who is personally known to me, OR

[X] who has produced Drivers License as identification.

MEREDITH R. WEISS
Notary Public State of New Jersey
My Commission Expires Mar. 18, 2003

Meredith R. Weiss

Signature of Notary Public

Meredith R. Weiss

Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any)

My commission expires: March 18, 2003

STATE OF MAINE)

COUNTY OF York)

The foregoing instrument was acknowledged before me this
30 day of November, 1998, by CLIFFORD HURST,

[X] who is personally known to me, OR

[] who has produced _____ as identification.

Lisa Mae Emmons

Signature of Notary Public

Lisa Mae Emmons

Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any)

LISA MAE EMMONS
NOTARY PUBLIC STATE OF MAINE
My commission expires: My Commission Expires July 27, 2004

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Registered Agent of TRANSATLANTIC SOFTWARE, INC., and acknowledges that the undersigned is familiar with and accepts the obligations provided for registered agents under the Florida Statutes, this 5th day of ~~November~~ December, 1998.

Clifford W. Dorr, Jr.
CLIFFORD W. DORR, JR.

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TALLAHASSEE, FLORIDA