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CSC

THE UNITED STATES

CORPORATION

COMPANY

ACCOUNT NO.: 07210000032

REFERENCE: 57046

570468 7203866

AUTHORIZATION:

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COST LIMIT: \$ 70.00

ORDER DATE : January 31, 2000

ORDER TIME : 3:43 PM

ORDER NO. : 570468-005

CUSTOMER NO: 7203866

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CUSTOMER: Mr. John Shafter

JOHN SHAFTER JOHN SHAFTER

9544 Louisa Woods Court

Clermont, FL 34711

DOMESTIC FILING

NAME:

SOUTH LAKE COMPUTER SERVICES,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

<u>A911100</u>

OO JAN 31 PH 4: 45

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION of

00 JAN 31 PM 5: 05

SOUTH LAKE COMPUTER SERVICES, INC.

The undersigned natural person of legal age, acting as incorporator under the provisions of Florida, Chapter 607, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name and address of this corporation shall be: South Lake Computer Services, Inc., P.O. Box 121786, Clermont, Florida 34712-1786.

ARTICLE II
PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III STOCK

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

ARTICLE IV __SUBSCRIBERS, INCORPORATORS & DIRECTORS

The name and address of the Subscriber and Incorporator are:

NAME

<u>ADDRESS</u>

John Shafter, Jr.

9544 Louisa Woods Ct. Clermont, FL 34711

The name and address of the Director is:

<u>NAME</u>

ADDRESS

John Shafter, Jr.

9544 Louisa Woods Ct. Clermont, FL 34711

ARTICLE V
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and

outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

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ARTICLE VI FUNDAMENTAL CHANGES

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

ARTICLE VII TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VIII DIRECTORS

- A. The business of the corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than on (1) director.
- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of the

outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX EFFECTIVE DATE

This corporation shall commence to exist on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE X REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this corporation is 9544 Louisa Woods Ct., Clermont, Florida 34711. The name of the Registered Agent of this corporation is John Shafter, Jr. at the above office address.

ARTICLE XL BYLAWS

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this <u>ap</u>day of January, 2000.

John Shafter, Jr.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for South Lake Computer Services, Inc., as stated in these Articles of Incorporation.

Dated: January 22, 2000.

John Shafter, Jr.