

L990000000887

Greenberg Traurig

Requestor's Name

Address

Michelle 425-8526

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. HTE-Phoenix Merger Sub, LLC  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

FILED  
99 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Walk in

☒ Pick up time call me

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input type="checkbox"/>            | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input checked="" type="checkbox"/> | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

800002773438--5  
-02/16/99--01066--016  
\*\*\*\*\*27.00 \*\*\*\*\*27.00

800002773438--5  
-02/12/99--01001--004  
\*\*\*\*\*258.75 \*\*\*\*\*258.75

800002773438--5  
-02/12/99--01001--005  
\*\*\*\*\*51.75 \*\*\*\*\*51.75

L99-887

|                 |              |
|-----------------|--------------|
| Name            | <u>92-17</u> |
| Availability    | <u>92</u>    |
| Document        | <u>92</u>    |
| Examiner        | <u>92</u>    |
| Updater         | <u>92</u>    |
| Updater         | <u>92</u>    |
| Verifier        | <u>92</u>    |
| Acknowledgement | <u>92</u>    |

Examiner's Initials V. P. V.



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 11, 1999

GREENBERG TRAUIG

SUBJECT: HTE-PHOENIX MERGER SUB, LLC  
Ref. Number: W99000003542

We have received your document for HTE-PHOENIX MERGER SUB, LLC and your check(s) totaling \$310.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 999A00006224

RECEIVED  
99 FEB 16 PM 4:11  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

FILED  
99 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA  
ARTICLES OF ORGANIZATION  
OF  
H.T.E.-PHOENIX MERGER SUB, L.L.C.**

FILED  
9 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These Articles of Organization of H.T.E.-Phoenix Merger Sub, L.L.C., a Florida limited liability company (the "Company"), dated as of the \_\_\_\_ day of February, 1999, are being duly executed and filed by L. A. Gornto, Jr., the organizer, authorized to form a limited liability Company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes) (the "Florida Act").

- FIRST:** The name of the limited liability Company is H.T.E.-Phoenix Merger Sub, L.L.C.
- SECOND:** The nature of the business to be transacted and the purposes to be promoted or carried out by the Company, is to engage in any lawful act or activity for which limited liability companies may be formed under the Florida Act, and by such statement all lawful acts and activities shall be within the purposes of the Company's business as permitted under the Florida Act.
- THIRD:** The Company is to be managed by a manager (the "Manager") as appointed by the Member from time to time. The name and address of the initial member (the "Member") is H.T.E., Inc., at 1000 Business Center Drive, Lake Mary, Florida 34746. The name and address of the initial Manager who shall serve until the first annual meeting of the Member or until his successor is elected and qualified is: L. A. Gornto, Jr., 149-F.S. Ridgewood Avenue, Daytona Beach, Florida 32114.
- FOURTH:** The duration of the Company shall be perpetual, and shall begin on the date first set forth above, unless sooner dissolved in accordance with the Company's regulations and/or Florida law.
- FIFTH:** The principle address and mailing address of the Company is 1000 Business Center Drive, Lake Mary, FL 34746.
- SIXTH:** The Members of the Company may, upon unanimous consent of all the Members, admit additional Members as provided in those certain Limited Liability Company Regulations dated even date herewith (the "Regulations").
- SEVENTH:** The remaining Members, if any, pursuant to the terms of the Regulations or applicable law, may elect to continue the Company's business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company.

**EIGHTH:** The Registered Agent and Registered Office for service of process is as follows:

**Name:** L. A. Gornto, Jr.  
**Address:** 149-F.S. Ridgewood Avenue  
Daytona Beach, Florida 32114

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Organization as of the date first above written.

By: \_\_\_\_\_

L. A. Gornto, Jr., Organizer

FILED  
99 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of H.T.E.-PHOENIX MERGER SUB, L.L.C., certifies:

- (1) The above named limited liability company has at least one member;
- (2) The total amount of cash contributed by the members is: \$100;
- (3) If any, the agreed upon value of property other than cash contributed by members is \$0; and
- (4) The total amount of cash and property contributed and anticipated by members is: \$100.



L. A. Gornato, Jr.  
Organizer

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$250.00 for Articles and Affidavit**

FILED  
99 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

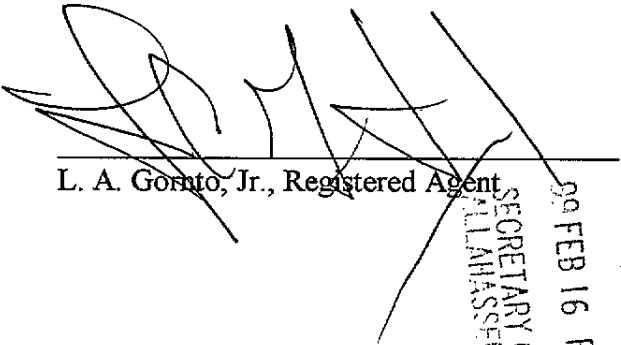
Pursuant to Section 48.091 and Section 608.415 of the Florida Statutes, the following is submitted:

That **H.T.E.-PHOENIX MERGER SUB, L.L.C.** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida with its registered office, as indicated in the Articles of Organization filed even date herewith, at 149-F.S. Ridgewood Avenue, Daytona Beach, Florida 32114 as its agent to accept service within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

Date: February 10, 1999

  
\_\_\_\_\_  
L. A. Gornito, Jr., Registered Agent

ORLANDO/TURTONM/63020/temk011.DOC/2/10/99

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29 FEB 16 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA