

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

700000049463

CFO Systems, Inc.

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-05/18/00--01089--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

<input checked="" type="checkbox"/>	Art of Inc. File	<u>Cert</u>
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

FILED  
00 MAY 18 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 MAY 18 PM 1:32  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T. SMITH MAY 18 2000

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

CM 5/18 12:00

ARTICLES OF INCORPORATION

OF

CFO SYSTEMS, INC.

The undersigned Incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is CFO SYSTEMS, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

DURATION

The corporation is to exist perpetually commencing at the time of filing these Articles of Incorporation by the Department of State.

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00 MAY 18 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

DIRECTOR

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but there shall never be more than four Directors. The name and street address of the Director of this corporation is:

William Hudson  
105 S. Narcissus Avenue  
Suite 412  
West Palm Beach, FL 33401

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation is:

Bruce W. Parrish, Jr.,  
105 S. Narcissus Ave.  
Suite 412  
West Palm Beach, FL 33401

ARTICLE VII

The principal address of this corporation shall be:

105 S. Narcissus Avenue  
Suite 412  
West Palm Beach, FL 33401

ARTICLE VIII

AMENDMENTS OF ARTICLES

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 reservation.

ARTICLE IX

BY-LAWS

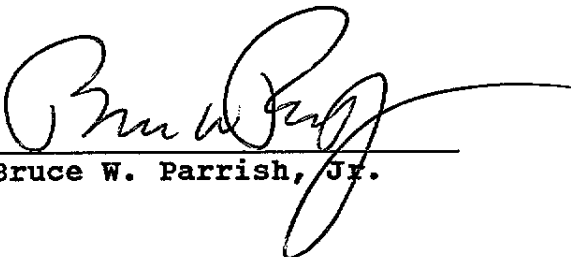
In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 105 So. Narcissus Avenue, Suite 412, West Palm Beach, Florida 33401 and the name of the initial Registered Agent at that address is: Bruce W. Parrish, Jr.

IN WITNESS WHEREOF, the undersigned, being the Incorporators, have executed these Articles of Incorporation.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of CFO SYSTEMS, INC.,  
were acknowledged before me this 15th day of May, 2000.



Gretchen Razner  
MY COMMISSION # CC578598 EXPIRES  
August 20, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

Gretchen Razner

Print Name

Notary Public State of Florida

My Commission Expires:



Gretchen Razner  
MY COMMISSION # CC578598 EXPIRES  
August 20, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

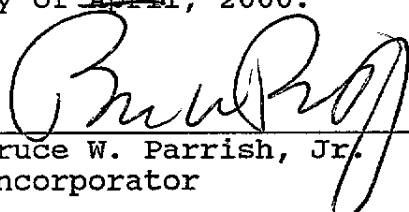
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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.

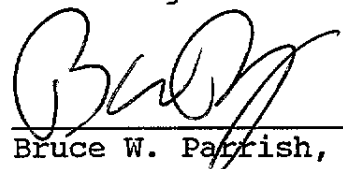
1. The name of the corporation is **CFO SYSTEMS, INC.**
2. The name and address of the registered agent and office are:

Bruce W. Parrish, Jr.  
105 So. Narcissus Ave.  
Suite 412  
West Palm Beach, FL 33401.

Dated this 15 day of ~~April~~<sup>May</sup>, 2000.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.  
Incorporator

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.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.

Dated: 5/15/2000

**FILED**  
00 MAY 18 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA