

P00000073471
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Sapphire Solutions, Inc.

SUBJECT:

Sapphire Solutions, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600003340356--3
-07/31/00--01098--014
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Jon Albrecht
Name (Printed or typed)

4783 Overlook Drive NE
Address

St. Petersburg, FL 33703-3433
City, State & Zip

727-528-2574
Daytime Telephone number

EFFECTIVE DATE
08-01-00

FILED
00 JUL 31 PM 1:36
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

gr 8/2

ARTICLES OF INCORPORATION

OF

SAPPHIRE SOLUTIONS, INC.

A Florida Corporation

The undersigned for the purpose of forming a corporation in compliance with Florida Statutes Chapter 607 and/or Chapter 621, F.S. (Profit), hereby executes the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is SAPPHIRE SOLUTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The corporations' main purpose (but not limited to) is to provide computer software services. These services may comprise software programming and software consulting. The corporation may eventually offer other products and services.

ARTICLE IV SHARES

The number of shares of stock is:

The total number of shares which the corporation shall have authority to issue is fifty thousand (50,000) shares of common stock without par value.

ARTICLE V INITIAL OFFICERS / DIRECTORS

The name(s) and address(es):

President
Jon E. Albrecht
4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

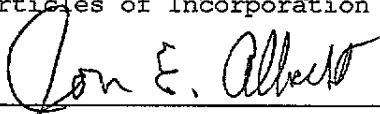
Secretary
Jon E. Albrecht
4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

FILED
00 JUL 31 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXPIRATION DATE
08-01-00

ARTICLE VI REGISTERED AGENT

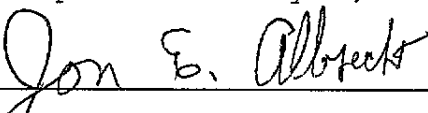
The name and Florida street address of the registered agent is Jon E. Albrecht. IN WITNESS WHEREOF, the registered agent has signed these Articles of Incorporation on July 28, 2000:



Jon E. Albrecht
4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is Jon E. Albrecht. IN WITNESS WHEREOF, the Incorporator has signed these Articles of Incorporation on July 28, 2000:



Jon E. Albrecht
4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

ARTICLE VIII NO PREEMPTIVE RIGHTS

No shareholder of this corporation shall have any preemptive or other rights to subscribe to or purchased any shares of any class or series of stock, whether now or hereafter authorized, or any obligations convertible into any class or series of stock of the corporation, except to the extent provided by written agreement with this corporation.

ARTICLE IX NO CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, the number of shares of stock held by such shareholders for as many persons as there are directors to be elected. No cumulative voting for directors shall be permitted.

ARTICLE X BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed in the manner specified in the Bylaws of the corporation and may be increased or decreased from time to time in the manner provided in the Bylaws. The number of directors constituting the initial Board of Directors of the corporation is two (2). The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Jon E. Albrecht President	4783 Overlook Drive NE St. Petersburg, FL 33703-3433
Jon E. Albrecht Secretary	4783 Overlook Drive NE St. Petersburg, FL 33703-3433

ARTICLE XI LIMITATION OF LIABILITY

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except for liability of the director for (i) acts or omissions that involve intentional misconduct or a knowing violation of law by the director (ii) conduct which violates state guidelines pertaining to unpermitted distributions to shareholders or loans to directors or (iii) any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled. Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XII INDEMNIFICATION

The corporation shall indemnify its directors against all liability, damage, or expense resulting from the fact that such person is or was a director, to the maximum extent and under all circumstances permitted by law; except that the corporation shall not indemnify a director against liability, damage, or expense resulting from the director's gross negligence. Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XIII EFFECTIVE DATE

These Articles of Incorporation are effective as of August 1, 2000.

ARTICLE XIV AMENDMENTS

1. Articles of Incorporation. The corporation reserves the right to amend, or repeal any provision contained in these Articles of Incorporation, in any manner now or hereafter permitted by law, and all rights and powers of shareholders and all powers of directors are granted subject to this reservation.

2. Bylaws. The authority to adopt, amend or repeal the Bylaws of the corporation is vested in the Board of Directors and it may be exercised at any regular or special meeting of the Board. Nothing herein shall deny the concurrent power of the shareholders to adopt, amend or repeal the Bylaws.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. IN WITNESS WHEREOF, the Incorporator has signed these Articles of Incorporation:

Jon E. Albright
Signature / Registered Agent

7/28/2000
Date

Jon E. Albright
Signature / Incorporator

7/28/2000
Date

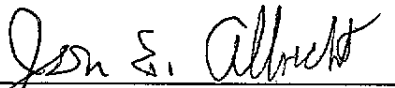
CONSENT TO SERVE AS REGISTERED AGENT

Jon E. Albrecht hereby consents to serve as Registered Agent, in the state of Florida, for the following corporation:

Sapphire Solutions, Inc.

It is understood that as agent for the corporation it will be the responsibility of Jon E. Albrecht to receive service of process in the name of the corporation, to forward all mail and license renewal to the corporation, and to immediately notify the office of the Secretary of State in the event of its resignation, or of any changes in the registered office address of the Corporation for which it is agent.

Dated July 28, 2000.



Jon E. Albrecht
4783 Overlook Drive NE
St. Petersburg, FL 33703-3433

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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