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PAUL B. BURNS  
860 - 20<sup>TH</sup> STREET N.E.  
NAPLES, FLORIDA 34120  
(941) 455-1195

September 7, 2000

FILED  
00 SEP 13 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: E Solved, Inc., a Florida corporation.

100003392501--6  
-09/13/00--01106--011  
\*\*\*\*122.50 \*\*\*\*\*78.75


Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and Acceptance of Registered Agent regarding E Solved, Inc., for filing with the Secretary of State. Our draft in the amount of \$122.50 (\$70.00 filing fee; \$52.50 certified copy fee) is also enclosed. Please return a certified copy of the same once they have been filed.

Please do not hesitate to contact our office if you have any questions.

Thank you for your cooperation.

Very truly yours,

  
Paul B. Burns,  
Incorporator

Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**E SOLVED, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation is ***E SOLVED, INC., a Florida corporation.***

**ARTICLE II**

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

**ARTICLE III**

The general purposes for which the Corporation is organized is to transact any lawful business specializing in computer internet development and processing, for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

**ARTICLE IV**

The Corporation is authorized to issue One Thousand (1,000) shares of common stock and shall have a par value of One Dollar (\$1.00) per share.

#### **ARTICLE V**

The street address of the initial registered office of the Corporation is 860 – 20<sup>th</sup> Street N.E., Naples, Florida 34120, and the name of its initial Registered Agent at such address is Paul B. Burns. The principal office of the Corporation is located at 860 – 20<sup>th</sup> Street N.E., Naples, Florida 34120.

#### **ARTICLE VI**

The Corporation shall have at least one (1) Director. The initial Board of Directors of the Corporation shall be comprised of three (3) Directors whose names and addresses are:

Peggy Schulze  
561 – 20<sup>th</sup> Street N.E.  
Naples, Florida 34120

Tammie Brubaker  
860 – 20<sup>th</sup> Street N.E.  
Naples, Florida 34120

Paul B. Burns  
860 – 20<sup>th</sup> Street N.E.  
Naples, Florida 34120

#### **ARTICLE VII**

The name and address of the incorporator is:

Paul B. Burns  
860 – 20<sup>th</sup> Street N.E.  
Naples, Florida 34120

#### **ARTICLE VIII**

These Articles of Incorporation may be amended by the assent of fifty-one percent (51%) of the shareholders of the Corporation.

#### **ARTICLE IX**

The powers of the Corporation shall be (1) to engage in any activity or business authorized under the Florida General Corporation Act or Florida Statutes; (2) in general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do; (3) to enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts; (4) to do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers or purposes herein set forth, either alone or in association with others, incidental or pertaining to, or going out of, or connected with its business or purposes or powers, provided the same shall not be inconsistent with the laws of the State of Florida; (5) to indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended; and (6) to do all acts necessary or reasonable to effectuate the provisions of the Bylaws of this Corporation.

#### **ARTICLE X**

The amount of the capital with which this corporation shall begin is Seventy-Five (\$75.00) Dollars.

#### **ARTICLE XI**

The stockholders of this corporation shall have preemptive rights as to any officer for the sale of shares of this corporation to third parties or individual shareholders of this corporation.

**ARTICLE XII**

The Corporation may be dissolved with the assent of not less than two-thirds (2/3) of the shareholders.

**ARTICLE XIII**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 8<sup>th</sup> day of September, 2000.



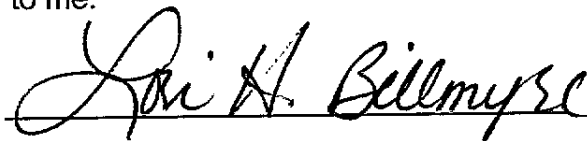
Paul B. Burns, Incorporator

STATE OF FLORIDA      )

)SS:

COUNTY OF COLLIER    )

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of September, 2000 by Paul B. Burns, who is personally known to me.



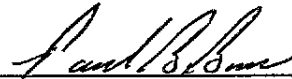
NOTARY PUBLIC

Name: Lori A. Billmyre

My Commission Expires: 11-12-2000

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Paul B. Burns

Dated: September 8, 2000.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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