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813985/7000C

September 21, 2000

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Terrasoft Systems, Inc.

**P000000089435**

**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Certificate of Fictitious Name

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☐ \*\*\*\*\*70.00 \*\*\*\*\*70.00

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

RECEIVED DATE  
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FILED  
00 SEP 21 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
T. SMITH SEP 21 2000

ARTICLES OF INCORPORATION  
OF  
TERRASOFT SYSTEMS, INC.

FILED  
00 SEP 21 AM 10:53  
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TALLAHASSEE, FLORIDA

ARTICLE I.  
NAME

The name of this corporation is TERRASOFT SYSTEMS, INC.

ARTICLE II.  
PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 3118 Gulf to Bay Boulevard, Suite 130, Clearwater, FL 33759.

ARTICLE III.  
DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of September 20, 2000.

ARTICLE IV.  
PURPOSES

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

ARTICLE V.  
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.  
REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are William M. Wadsworth, 3118 Gulf to Bay Boulevard, Suite 130, Clearwater, FL 33759.

**ARTICLE VII.**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director(s) of this corporation is William M. Wadsworth, 3118 Gulf to Bay Boulevard, Suite 130, Clearwater, FL 33759.

**ARTICLE VIII.**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Susan W. Carlson, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

**ARTICLE IX.**  
**AMENDMENT**

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 this reservation.

**ARTICLE X.**  
**BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE XI.**  
**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.

**ARTICLE XII.**  
**PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares)

of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 20<sup>th</sup> day of September, 2000.


  
Susan W. Carlson

INCORPORATOR

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**  
**ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 20<sup>th</sup> day of September, 2000.

  
William M. Wadsworth

REGISTERED AGENT

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