

# CAPITAL CONNECTION, INC.

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Black Dog Software Group, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA
- ☒ Art of Inc. File  
☐ LTD Partnership File  
☐ Foreign Corp. File  
☐ L.C. File  
☐ Fictitious Name File  
☐ Trade/Service Mark  
☐ Merger File  
☐ Art. of Amend. File  
☐ RA Resignation  
☐ Dissolution / Withdrawal  
☐ Annual Report / Reinstatement  
☒ Cert. Copy  
☐ Photo Copy  
☐ Certificate of Good Standing  
☐ Certificate of Status  
☐ Certificate of Fictitious Name  
☐ Corp Record Search  
☐ Officer Search  
☐ Fictitious Search  
☐ Fictitious Owner Search  
☐ Vehicle Search  
☐ Driving Record  
☐ UCC 1 or 3 File  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ Courier
- RECEIVED  
00 SEP 25 AM 10:46  
DIVISION OF CORPORATION

Signature

Requested by:

Name SK Date 9/25/00 Time 10:15

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

9-25

**ARTICLES OF INCORPORATION  
OF  
BLACK DOG SOFTWARE GROUP, INC.  
A FLORIDA CORPORATION**

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00 SEP 25 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of BLACK DOG SOFTWARE GROUP, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is BLACK DOG SOFTWARE GROUP, INC. and the street address of the initial principal office of the Corporation is 9719 Parkview Avenue, Boca Raton, Florida 33428.

**ARTICLE II**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The Corporation is authorized to issue 100,000,000 shares of \$.01 par value Class A Common Stock and 100,000,000 shares of \$.01 par value Class B Common Stock. The relative rights, preferences and limitations of the Class A Common Stock and Class B Common Stock are identical in all respects, except that the voting power for the election of directors and for all other purposes is vested exclusively in the holders of the Class A Common Stock, and, except as otherwise required by law, the holders of Class B Common Stock shall not have any voting power or be entitled to receive notice of meetings of shareholders. In all matters in which they have the right to vote as required by law, the holders of Class A Common Stock shall have one vote per share and the holders of Class B Common Stock shall have one vote per share.

**PREPARED BY:**

*Jonathan J. Lichtman, Esquire  
Levinson & Lichtman, LLP  
4800 North Federal Highway, Suite D-100  
Boca Raton, Florida 33431  
(561) 447-0017  
Florida Bar No. 717053*

#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4800 North Federal Highway, Suite D-100, Boca Raton, Florida 33431, and the name of the initial Registered Agent of the Corporation at that address is Jonathan J. Lichtman, P.A.

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

The Corporation shall initially have four (4) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Barrett Einaugler	9719 Parkview Avenue Boca Raton, FL 33428
Richard Einaugler	110 Spoonbill Road Manalapan, FL 33462
Ann Ipsen	11 Orchard Avenue North Plainfield, NJ 07060-4507
Doug Ipsen	11 Orchard Avenue North Plainfield, NJ 07060-4507

#### ARTICLE VI

##### LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the Corporation is Jonathan J. Lichtman, 4800 North Federal Highway, Suite D-100, Boca Raton, FL 33431.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of September, 2000.

JONATHAN J. LICHTMAN, P.A.

By: 

Jonathan J. Lichtman, Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for BLACK DOG SOFTWARE GROUP, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

JONATHAN J. LICHTMAN, P.A.

Dated: 9/21/00

By: 

Jonathan J. Lichtman,  
Initial Registered Agent

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00 SEP 25 PM 3:39  
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