

TRANSMITTAL LETTER

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

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-02/02/01--01099--020
***137.50 ***137.50

SUBJECT: TMBD Computer Systems Education and Consulting, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Certificate of Status	\$ 8.75
Total Filing Fee	<u>\$137.50</u>

FROM:

Karen Feltner
Name (Printed or typed)

207 North Moss Road, Suite 103
Address

Winter Springs, Florida 32708
City, State & Zip

(407) 327-9367
Daytime Telephone number

FILED
01 FEB -2 PM 6:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

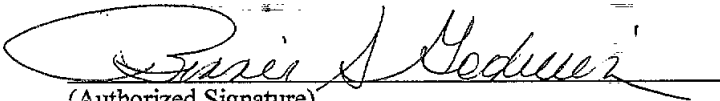
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CERTIFICATE OF DOMESTICATION

The undersigned, Bonnie S. Godwin, Chairperson, of TMBD Computer Systems Education and Consulting, Inc., a foreign Corporation, in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was September 18, 1997.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was Bartholomew County, Columbus, Indiana, USA.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was TMBD Computer Systems Education and Consulting, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is TMBD Computer Systems Education and Consulting Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was 207 North Moss Road, Suite 103, Winter Springs, Florida 32708.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Bonnie S. Godwin, Chairperson of TMBD Computer Systems Education and Consulting, Inc., and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 27th day of January, 2001.


(Authorized Signature)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

TMBD Computer Systems Education and Consulting, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

**207 North Moss Road, Suite 103
Winter Springs, Florida 32708**

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

TMBD Computer System Education and Consulting, Inc., is a for profit company engaged in the delivery of computer system education, services, and network integration for businesses of all types. Services shall include the sale and leasing of computer equipment and software, and the implementation thereof.

ARTICLE IV SHARES

The number of shares of stock is:

1,000 shares of common stock

ARTICLE V INITIAL OFFICERS/DIRECTORS

The names and addresses:

**Bonnie S. Godwin, Chairperson
10640 Belo Horizonte Avenue
Clermont, Florida 34711**

**Torry R. Godwin, President and Treasurer
10640 Belo Horizonte Avenue
Clermont, Florida 34711**

**Marvin E. Godwin, Vice President
10640 Belo Horizonte Avenue
Clermont, Florida 34711**

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TALLAHASSEE, FLORIDA

Karen Feltner, Secretary
7001 Citrus Point Court
Winter Park, Florida 32792

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:


Karen Feltner, Secretary
7001 Citrus Point Court
Winter Park, Florida 32792

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

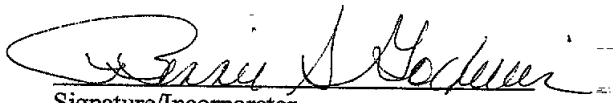
Bonnie S. Godwin, Chairperson
10640 Belo Horizonte Avenue
Clermont, Florida 34711

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.



Signature/Registered Agent
Karen Feltner

January 27, 2001
Date



Signature/Incorporator
Bonnie S. Godwin

January 27, 2001
Date