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## ARTICLES OF INCORPORATION

OF

# COMNET CONSULTING, INC.

The undersigned, desiring to form a corporation for profit pursuant to Florida Statutes, Chapter 607, does hereby sign, acknowledge and file these Articles of Incorporation.

# ARTICLE I - NAME

15 AN 10: 5;

The name of the proposed corporation is: COMNET CONSULTING, INC.

# ARTICLE II - PURPOSE

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state.

# ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation shall have the authority to issue is 100 shares of the par value of \$1.00 each, all of one class which shall be designated as common stock. All of such stock shall be fully paid and non-assessable and shall be payable in cash, property or service at a just valuation to be fixed by agreement of the subscribers hereto at the organizational meeting to be held after the granting of the charter herein applied for. The corporate officers shall issue the stock pursuant to the instructions of the subscribers.

#### ARTICLE IV - PERPETUAL EXISTENCE

This corporation shall have perpetual existence.

## ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial corporate principal of fice of the corporation is 418 E. Virginia St., Tallahassee, FL 32301.

### ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 418 E. Virginia St., Tallahassee, Fl 32301. The name of the initial registered agent is J. Eugene Kelley, Jr.

#### ARTICLE VII - MANAGEMENT BY STOCKHOLDERS

This corporation shall not have a Board of Directors. The business of the corporation and the conduct of its affairs shall be managed by its common stockholder or stockholders.

#### ARTICLE VIII - OFFICERS

The name and street address of each of the officers of this corporation, who shall hold office until their successors are elected and qualified shall be:

President: Marsha C. Kelley, 418 E. Virginia St. Tallahassee, Fl. 32301

Secretary-Treasurer: J. Eugene Kelley, Jr., 418 E. Virginia Street, Tallahassee, Fl. 32301

## ARTICLE IX - EMPLOYEE BENEFITS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes, objects and powers herein above stated, the corporation shall have the power to enter into for the benefit of its employees, one or more of the following:

A. A Pension Plan

B. A Profit Sharing Plan

c. A Thrift and Savings Plan

d. Other Retirement, Death Benefit, Sickness and Disability Benefit, Medical Benefit, or Incentive Compensation Plans.

### ARTICLE X - SUBSCRIBERS

number of shares they agree to take are as follows:

J. Eugene Kelley, Jr. 418 E. Virginia St. Tallahassee, Fl

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge to be filed in the office of the Department of State the foregoing Articles of Incorporation this <u>/</u> day of February, 2001.

J.E. Leeg-

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#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.

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Date 2-15-01