

TRANSMITTAL LETTER

P01000065440

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

APPROVED  
FILED  
JUL 2 1997  
P.M. 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT:

The Network Guy, Inc.

(Proposed corporate name - must include suffix)

06-28-01

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

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Richard Roccanti

Name (Printed or typed)

4381 Kimberly Circle

Address

Tallahassee, FL 32309

City, State & Zip

(850) 877-8703

Daytime Telephone number

200004456872--1  
-07/03/01--01002--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

NOTE: Please provide the original and one copy of the articles.

*[Handwritten signature]*

**ARTICLES OF INCORPORATION**

**OF**

**THE NETWORK GUY, INC.**

APPROVED  
AND  
FILED  
01 JUL -2 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - NAME:**

The name of the Corporation is **THE NETWORK GUY, INC.**

~~06-28-01~~  
06-28-01

**ARTICLE II - PRINCIPAL BUSINESS ADDRESS:**

The principal place of business and mailing address of the Corporation is 4381 Kimberly Circle, Tallahassee, Florida 32308.

**ARTICLE III - COMMENCEMENT AND DURATION:**

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV - PURPOSE:**

The corporation is organized for the purpose of transacting any and all lawful business.

#### **ARTICLE V - STATED CAPITAL:**

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock. Each outstanding share, regardless of class shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

#### **ARTICLE VI - PREEMPTIVE RIGHTS:**

Each shareholder, upon the issuance or sale of either new or treasury stock for cash, property, or services, in payment of either corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1407 East Piedmont Drive, Tallahassee, Florida 32312, and the name of the initial registered agent of the corporation at that address is STEPHEN C. WILLIS, P.A..

## **ARTICLE VIII - BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation but shall never be less than one. The name and address of the initial director of the corporation is:

RICHARD J. ROCCANTI  
4381 Kimberly Circle  
Tallahassee, Florida 32308

## **ARTICLE IX - INDEMNIFICATION**


The corporation shall indemnify and hold harmless any present or former officer or director, or person exercising the duties of an officer or director at the request of the corporation, to the full extent now or hereafter permitted by law.

STATE OF FLORIDA  
COUNTY OF LEON

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared RICHARD J. ROCCANTI, who is personally known to me/or has produced \_\_\_\_\_ as identification, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 28<sup>th</sup> day of June, 2001.

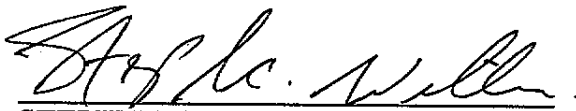
NOTARY PUBLIC - STATE OF FLORIDA  
STEPHEN C. WILLIS  
COMMISSION # CC827034  
EXPIRES 4/15/2003  
BONDED THRU ASA 1-888-NOTARY1

  
Notary Public  
State of Florida at Large  
My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

I, the undersigned person, having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this statement, 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.

DATED this 28<sup>th</sup> day of June, 2001.

  
STEPHEN C. WILLIS  
STEPHEN C. WILLIS, P.A.  
Registered Agent

## **ARTICLE X - INCORPORATORS**

The name and address of the Incorporator to these Articles of Incorporation is:

RICHARD J. ROCCANTI  
4381 Kimberly Circle  
Tallahassee, Florida 32308

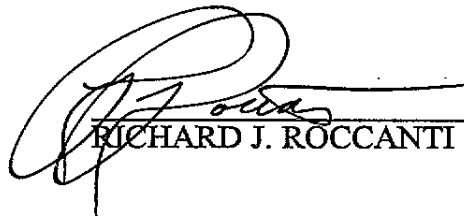
## **ARTICLE XI - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

## **ARTICLE XII - AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this 28<sup>th</sup> day of June, 2001

  
RICHARD J. ROCCANTI

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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