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#### H. STRATTON SMITH III, P.A.

ATTORNEY AT LAW OLD HYDE PARK
611 W. AZEELE STREET
TAMPA, FLORIDA 33606-2205

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(813) 251-1624	TAMI A, I LONDA 33000	FAX (813) 254-8579
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_ PLEASE FILE/RECORD	FYI	_ SIGN, WITNESS, NOTARIZE
	DOCUMENTS	
Enclosed are the tricles of Incorporation for Ned Rover Computing, Inc. along with a check for \$ 18.75. Please return me one copy certified for my beends.		
H. STRATTON SMITH III, P.A.		
By:	a (IMAX QUE)	Date: 10/30/01 AHASSES & TO A AMERICA & TO A AMERIC
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# ARTICLES OF INCORPORATION OF RED ROVER COMPUTING, INC.

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SECRETARY OF STATE
TALLAHASSEL FLORIDA

The undersigned incorporator, having legal competency to contract, hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of the Corporation is **RED ROVER COMPUTING, INC.**The initial principal place of business shall be 611 W. Azeele Street, Tampa, Florida., 33606, and the mailing address shall be the same.

#### **ARTICLE II - NATURE OF BUSINESS**

The Corporation may engage in and conduct any lawful business or activities permitted under the laws of Florida and the United States, or any other jurisdiction.

#### ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to have a maximum number of shares of stock outstanding at any one time of Twelve Million (12,000,000), shares of common stock having a par value of one dollar (\$1.00) per share.

#### <u>ARTICLE IV - REGISTERED AGENT</u>

The initial Registered Agent shall be Jennifer L. Griffin, Esq., and the initial Registered Office shall be 611 W. Azeele Street, Tampa, Florida 33606.

#### **ARTICLE V - DURATION**

The Corporation shall have perpetual existence.

#### **ARTICLE VI - SPECIAL PROVISION**

It is intended that the Corporation qualify under section 1244 of the Internal Revenue Code.

#### **ARTICLE VII - DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to the limitations contained in these Articles of Incorporation or provided by law. The number of directors constituting the Board of Directors of the Corporation shall not be less than one (1) upon and following the appointment of the initial Board of Directors.

#### ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator is:

Name

Address

Jennifer L. Griffin, Esq.

611 W. Azeele Street Tampa, Florida 33606

Jennifer L. Griffin, Incorporator

### ACCEPTANCE OF REGISTERED AGENT FOR RED ROVER COMPUTING, INC.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company. 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.

Date: 10.30.01

Jennifer L. Griffin, Resident Agent

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SECRETARY OF STATE