TRANSMITTAL LETTER

# POZ 000043333

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

1 0 0 0 0 5 2 7 2 3 7 1 -- 4 -04/15/02 -- 01056 -- 024 \*\*\*\*\*78.75 \*\*\*\*\*\*78.75

SUBJECT: Franklin Computer Systems Inc.

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

	\$70,00
Fili	ng Fee

\$78.75
Filing Fee
& Certificate

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Filing Fee
& Certified Copy

### \$131.25

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

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FROM: Narvaly Hegert Off Name (rinted or typed)	TAI O
1813 Thomas Rol	02 APR 15 SECRETARY LLAHASSE
Address	SSEE 15
Octando F 32817 City, State & Zip	AM 7: 01 FLORIDA
10-382-101055	

Daytime Telephone number

04-22-02

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

#### ARTICLES OF INCORPORATION OF

Franklin Computer Systems, Inc.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such a corporation:

#### ARTICLE I Name

The name of the corporation shall be Franklin Computer Systems, Inc.

ARTICLE II
Duration

The corporation shall have perpetual existence.

# ARTICLE III Purpose

The purpose of the corporation is to engage in any activities of business permitted under the laws of the United States and of Florida.

#### ARTICLE IV Capital Stock

The corporation is authorized to issue 1,000 shares of common stock, at a par value of ONE (\$1.00) DOLLAR PER SHARE. The corporation is authorized to issue only one type of stock.

# ARTICLE V Initial Registered Office and Agent

The name and address of the initial registered agent and office of the corporation is Franklin Irizarry which resides at 463 Peppermill Cir. Kissimmee, FL 34758. The business address is 463 Peppermill Cir. Kissimmee, FL 34758.

#### ARTICLE VI Initial Board of Directors

The corporation shall have ONE (1) director initially. The number of directors may be increased or decreased from time to time by amendment of the bylaws in the manner provided by law, but shall never be less than ONE (1). The name and address of the person who is to serve, as the initial director is Franklin Irizarry, which resides at 463 Peppermill Cir. Kissimmee, FL 34758

## ARTICLE VII Incorporator

The name and address of the incorporator is Franklin Irizarry, which resides at 463 Peppermill Cir. Kissimmee, FL 34758

# ARTICLE VII Bylaw Amendment

The power to adopt, alter, amend, or repeal the bylaws of this corporation shall be vested in the Board of Directors.

#### ARTICLE IX Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE X Informal Action of Directors

If all of the directors severally or collectively consent in writing to any action take or to be taken by the corporation, and the writing evidencing their consent is filed with the secretary of the corporation, the action shall be valid as through it had been authorized at a meeting of the Board of Directors.

## ARTICLE XI Amendment of Articles

This corporation reserves the right to adopt, alter, amend, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in accordance with Florida Law.

Whereas, the undersigned, as the incorporators, has executed these Articles of Incorporation on this the 5th day of April, 2002.

ffl ff.	FRANKLIN Tric	PARTY 4/10/02
Signature	Print Name	Date
	- <del>N</del> -1	

#### Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is Franklin Computer Systems, Inc.
- 2. The name and address of the registered agent and officer is:

Franklin Irizarry 463 Peppermill Cir. Kissimmee, FL 34758

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 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 positions as registered agent.

(Signature)	(Di	<u>/o z</u> ate)	
Before me, the undersigned author who executed the foregoing Article me that he executed such instruments	es of Incorporation, a nt.	red, to me known as nd acknowledged to	the person and before
Wherefore, I have hereunto set my20	hand and seal this	day of	

Notary Public

My Commission Expires: