

TRANSMITTAL SET

P02000098908

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

600007656716--7
-09/11/02--01011--002
*****70.00 *****70.00

SUBJECT: WINNERS CIRCLE SOFTWARE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Kevin J. Spiddle
Name (Printed or typed)

5628 W. Pine Circle
Address

Crystal River, FL 34429
City, State & Zip

352-564-8343
Daytime Telephone number

FILED
02 SEP 11 PM 4:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

SE
9/12

**Articles of Incorporation
of
Winners Circle Software, Inc.**

FILED
02 SEP 11 PM 4: 13
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 **Winners Circle Software, Inc.**

ARTICLE II - 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 III - Purpose

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

ARTICLE IV - Principal Office

The initial principal office of the Corporation will be located at 5628 West Pine Circle, Crystal River, Florida, 34429.

ARTICLE V - Stated Capital

The Corporation is authorized to issue 1,000 shares of common stock at FIFTY CENTS (\$.50) par value per share.

ARTICLE VI - 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 two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the

Corporation. The name and street address of the initial Directors who shall hold office until their successors, who shall be chosen at the first meeting of the Shareholders, have been qualified shall be:

<u>Name</u>	<u>Address</u>
Kevin J. Spiddle	5628 West Pine Circle Crystal River, FL 34429
Gerald W. Beetz	10436 Sandtrap Dr. Spring Hill, FL 34608

ARTICLE VII - Indemnification

The Corporation shall indemnify any present or former officer or director, or person exercising the powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII - 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 IX - Amendment

The Articles of Incorporation may be amended at any time by a vote of the majority of the Shareholders of the Corporation, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

ARTICLE X - Incorporator

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

<u>Name</u>	<u>Address</u>
Kevin J. Spiddle	5628 West Pine Circle Crystal River, FL 34429

ARTICLE XI - Initial Registered Office and Registered Agent

The initial Registered Agent and its address at the Registered Office of the Corporation is:

<u>Name</u>	<u>Address</u>
Kevin J. Spiddle	5628 West Pine Circle Crystal River, FL 34429

Acknowledgment of Registered Agent

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 position as Registered Agent.

By: _____

Kevin J. Spiddle

Date: 9/6/02

IN WITNESS WHEREOF, the undersigned as Incorporator, hereby executes these Articles of Incorporation this 6th day of September, 2002.

By: _____

Kevin J. Spiddle

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 6 day of September, 2002, by Kevin J. Spiddle, who is personally known to me.

My commission expires:

G. W. Meahl
Notary Public

GREGORY W. MEAHL
Notary Public - State of Florida
My Commission Expires Apr 29, 2004
Commission # CC913077

Printed or Stamped Name of Notary Public