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REFERENCE : 744937 81505A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : September 16, 2002

ORDER TIME : 10:30 AM

ORDER NO. : 744937-005

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CUSTOMER NO: 81505A

CUSTOMER: Ms. Carole Lamura
Linsky & Reiber

Suite 200
601 East Twiggs Street
Tampa, FL 33602

DOMESTIC FILING

NAME: SPOKEN DATA TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

bm

RECEIVED
02 SEP 16 AM 11:58
DIVISION OF CORPORATION

FILED
02 SEP 16 PM 12:47
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
SPOKEN DATA TECHNOLOGIES, INC.

The undersigned, for the purpose of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is:

SPOKEN DATA TECHNOLOGIES, INC.

The principal address of the corporation shall be:

202 S. Wheeler Street
Plant City, Florida 33566

ARTICLE II
DURATION

This corporation shall have a perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized to:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 1,000,000 shares of stock having a par value of \$.01 per share. All shares of stock shall be designated as common shares. The stock may be issued in fractioned shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

**ARTICLE V
DIVIDENDS**

The holders of common stock of the corporation shall be entitled to receive dividends from time to time when and as declared by the Board of Directors either from the corporation's net earnings or from the surplus of the corporation's assets over liabilities, including capital of the corporation, but not otherwise. Dividends may be payable either in cash, property, or shares of the common stock of the corporation.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 601 East Twiggs Street, Suite 200, Tampa, Florida 33602 and the name of the initial registered agent of this corporation at that address is Sam I. Reiber.

**ARTICLE VII
DIRECTORS**

The Board of Directors of the corporation shall consist of 1 member whose name is Sam I. Reiber, and whose address is 601 E. Twiggs Street, Suite 200, Tampa, Florida 33602.

**ARTICLE VIII
INCORPORATORS**

The name and post office address of the incorporator of the Articles of Incorporation is:

Sam I. Reiber, Esq.
601 East Twiggs Street
Suite 200
Tampa, Florida 33602


**ARTICLE IX
AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X
BYLAWS**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated this 13th day of September, 2002.



SAM I. REIBER, Esq.
LINSKY & REIBER
Attorneys at Law
601 E. Twiggs Street
Suite 200
Tampa, Florida 33602
(813) 223-7509

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared, Sam I. Reiber, as incorporator and who executed the foregoing Articles of Incorporation this 13th day of September, 2002.

WITNESS MY HAND and official seal at Tampa, Hillsborough County, Florida this 13th of September, 2002.



Carole V. LaMura

Notary Public, State of Florida

My Commission Expires:

Print name: Carole V. LaMura

(/)

Personally Known

()

Produced Identification

Type of Identification _____

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That **SPOKEN DATA TECHNOLOGIES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Plant City, the County of Hillsborough, State of Florida, has named Sam I. Reiber as its agent to accept service of process within the state.

Having been named to accept service of process for the above named corporation, at a place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of this act relative to keeping open said office.

REGISTERED OFFICE ADDRESS: 601 East Twiggs Street, Suite 200, Tampa, Florida 33602.

By: _____


SAM I. REIBER
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA