

P03000070399

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:



D. WHITE JUN 25 2003

Office Use Only



500020926795

RECEIVED  
03 JUN 24 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED  
03 JUN 24 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 134074 4380270

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pigute*

ORDER DATE : June 16, 2003

ORDER TIME : 2:52 PM

ORDER NO. : 134074-005

CUSTOMER NO: 4380270

CUSTOMER: Maria D. Karelak, Esq  
Newman & Newman

23rd Floor  
110 East 59th Street  
New York, NY 10022

DOMESTIC FILING

NAME: TIDAL COMPUTING INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**TIDAL COMPUTING INC.**

FILED  
OSC 45  
DRAWN  
03 JUN 24 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Tidal Computing Inc.

SECOND: The duration of the Corporation shall be perpetual.

THIRD: The purposes for which the corporation is initially organized, which shall continue to be the purposes of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, are as follows:

To engage in the business of developing software for back up, duplication and restoring of data.

To adopt, apply for, obtain, register, purchase, lease or otherwise acquire and to maintain, protect, hold, use, own, exercise, develop, manufacture under, operate and introduce, and to sell and grant licenses or other rights in respect of, assign or otherwise dispose of, turn to account, or in any manner deal with and contract with reference to, any trademarks, trade names, patents, patent rights, concessions, franchises, designs, copy- rights and distinctive marks and rights analogous thereto, and inventions, devices, improvements, processes, recipes, formulae and the like, including such thereof as may be secured or received under Letters Patent of the United States of America or elsewhere, and any licenses in respect thereof and any or all rights connected therewith or appertaining thereto.

To purchase, receive, lease or otherwise acquire and to manage, hold, own, use, improve, convey, sell, mortgage, or otherwise deal in and with lands, buildings, and real property of every description, or any interest therein.

In furtherance of its corporate business and subject to the limitation prescribed by statute, to acquire by purchase, exchange or otherwise, all or any part of, or any interest in, the properties, assets, business and good will of any one or more corporations, associations, partnerships, firms, syndicates or individuals and to pay for the same in cash, property of its own, or other securities: to hold, operate, reorganize, liquidate, mortgage, pledge, sell, exchange, or in any manner dispose of the whole or any part thereof: and in connection therewith, to assume or guarantee

performance of any liabilities, obligations or contracts of corporations, associations, partnerships, firms, syndicates, or individuals, and to conduct in any lawful manner the whole or any part of any similar business thus acquired.

To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise: and generally to make and perform agreements and contracts of every kind and description, including contracts of guaranty and suretyship.

To lend money for its corporate purposes, invest and reinvest its funds, and take, hold and deal with real and personal property as security for the payment of funds so loaned or invested.

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in lands and leaseholds, and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To purchase, manufacture, produce, assemble, receive, lease or in any manner acquire, hold, own, use, operate, import, export, sell, lease, assign, transfer and generally to trade and deal in and with raw materials, natural or manufactured articles or products, machinery, equipment, devices, systems, parts, supplies, apparatus and personal property of every kind, nature, or description, tangible or intangible, used to engage and participate in any mercantile, manufacturing or trading business of any kind or character.

To participate with others in any corporation, partnership, limited partnership, joint venture, or other association of any kind, or in any transaction, undertaking or arrangement which the participating corporation would have power to conduct by itself whether or not such participation involves sharing or delegation of control with or to others; and to the extent permitted in any other jurisdiction to be an incorporator, promotor or manager of other corporations of any type or kind.

To have, in furtherance of the corporate purposes, all of the powers conferred upon corporations organized under the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is two hundred (200), all of which are without par value and are of the same class and are to be Common Shares.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is c/o Paul Montgomery, 2244 Azalea Drive, Jacksonville, Florida 32250, and the name of the initial registered agent of the Corporation at such address is Paul Montgomery.

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation are two (2).

The names and the addresses of the persons who are to serve as members of the initial Board of Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul Montgomery	2244 Azalea Drive Jacksonville, Florida 32250
Martin Edelman	3587 Highway 9, Suite 202 Freehold, NJ 07728-3288

FILED  
03 JUN 24 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

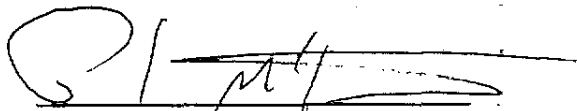
SEVENTH: The name and address of the Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Maria D. Karelak	Newman & Newman, P.C. 110 East 59th Street New York, New York 10022

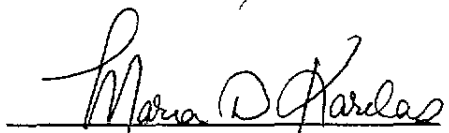
EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

NINTH: The principal business address and mailing address of this company is 3948 3rd Street, South, Suite 216, Jacksonville Beach, Florida 32250.  
\*\*\*\*\*

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Signature/Registered Agent Paul Montgomery

Date 06/03/03

  
Signature/Incorporator Maria D. Karelak

Date 6/9/03