

Florida Department of State
Division of Corporations
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Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Sundial Software Solutions, Inc.

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**ARTICLES OF INCORPORATION
OF
SUNDIAL SOFTWARE SOLUTIONS, INC.**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

**ARTICLE I
Name**

The name of this corporation is:

SUNDIAL SOFTWARE SOLUTIONS, INC.

**ARTICLE II
Duration**

This corporation shall have perpetual existence, commencing upon filing of the Articles of Incorporation.

**ARTICLE III
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation is 1750 Oyster Point Way, Palm Harbor, Florida 34683.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue one million (1,000,000) shares of common stock, each with a par value of one cent (\$.01).

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ARTICLE V
Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1750 Oyster Point Way, Palm Harbor, Florida 34683, and the name of the initial registered agent of this corporation at that address is John W. Barr, Jr.

ARTICLE VII
Incorporator

The name and mailing address of the incorporators are:

<u>Name:</u>	<u>Address:</u>
John W. Barr, Jr.	1750 Oyster Point Way Palm Harbor, Florida 34683
Keith Hall	8320 Misty Lake Circle Sarasota, Florida 34241

ARTICLE VIII
Initial Board of Directors

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and street address of the initial directors of this corporation are:

<u>Name:</u>	<u>Address:</u>
John W. Barr, Jr.	1750 Oyster Point Way Palm Harbor, Florida 34683

H03000257606 1

Keith Hall

8320 Misty Lake Circle
Sarasota, Florida 34241

Linda L. Kizer

1750 Oyster Point Way
Palm Harbor, Florida 34683

Lelia Reece Hall

8320 Misty Lake Circle
Sarasota, Florida 34241

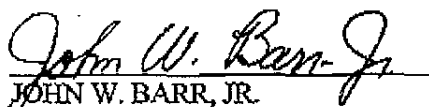
ARTICLE IX
Indemnification

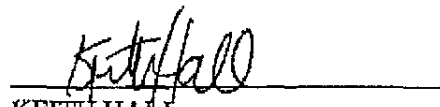
This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 5 day of August, 2003, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.


JOHN W. BARR, JR.
Incorporator and Registered Agent


KEITH HALL
Incorporator