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DIVISION OF CORPORATION

04 AUG 23 AM 11:56

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✓
8/23/04

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bottomline 5, Inc.

Signature _____

Requested by: *WC*

Date *8/23*

Time *11:00*

Name _____

Will Pick Up _____

Walk-In _____

- ☒ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☐ Cert. Copy _____
- ☒ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
- ☐ Courier _____

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ARTICLES OF INCORPORATION
OF
BOTTOMLINE 5, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is BOTTOMLINE 5, INC.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual.

ARTICLE III
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 360 County Rd. 207A, East Palatka, Florida 32131, and the mailing address is the same.

ARTICLE IV
CAPITAL STOCK

The number of shares the corporation is authorized to issue is 1000, all of which shall be common shares.

ARTICLE V
REGISTERED OFFICE

The street address of the corporation's initial registered office in this state is 360 County Rd. 207A, East Palatka,

Florida 32131, Putnam County. The initial registered agent at the registered office is Teresa A. Maskell.

ARTICLE VI
INCORPORATORS

The name and post office address of the incorporators are the following:

Name	Address
Teresa A. Maskell	360 County Rd. 207A East Palatka, FL 32131

ARTICLE VII
MANAGEMENT

The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on August 20, 2004.



Teresa A. Maskell

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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.

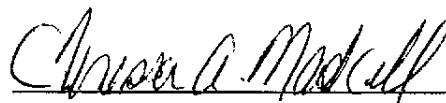
1. The name of the corporation is:

BOTTOMLINE 5, INC.

2. The name and address of the registered agent and office is:

Teressa A. Maskell
360 County Rd. 207A
East Palatka, FL 32131

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.



Teressa A. Maskell