918502050381 rage 1 or

Division of Corporations Public Access System

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000027963 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name

: GRAY, HARRIS & ROBINSON, P.A. - ORLANDO

Account Number : 120010000078 Phone

: (407)843-8880

Fax Number

: (407)244-5690

# FLORIDA PROFIT CORPORATION OR P.A.

## TII ACQUISITION CORPORATION

Certificate of Status	. 0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help.

#### H05000027963 3

### ARTICLES OF INCORPORATION

**OF** 

## TII ACQUISITION CORPORATION

The undersigned, acting as the Incorporator of TII ACQUISITION CORPORATION, a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

### <u>ARTICLE I - NAME</u>

The name of the Corporation is TII ACQUISITION CORPORATION. The mailing address of the Corporation shall be:

301 East Pine Street, Suite 1400 Orlando, Florida 32801

## ARTICLE II - CORPORATE EXISTENCE

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

## **ARTICLE III - DURATION**

The Corporation shall exist perpetually,

#### **ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

## <u>ARTICLE V - CAPITAL STOCK</u>

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Cent (\$0.01) per share.

## H05000027963 3

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be:

301 East Pine Street, Suite 1400 Orlando, Florida 32801

The name of the initial registered agent of the Corporation at that address shall be:

#### WILLIAM A. GRIMM

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have not less than one (1) director. The number of directors may be either increased or decreased from time to time by either making an amendment in the bylaws or by the adoption of a resolution of the Board of Directors.

## ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>

Address

WILLIAM A. GRIMM

301 East Pine Street, Suite 1400 Orlando, Florida 32801

#### ARTICLE IX - BYLAWS

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

#### ARTICLE X - AMENDMENT

The 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.

## ARTICLE XI - INDEMNIFICATION

Officers and directors shall be indemnified to the fullest extent provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this day of February, 2005.

# CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT TH ACQUISITION CORPORATION

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

WILLIAM A. GRIMM