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2005 FEB -3 A 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
2/9/ ✓

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: MSDS Software, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☒ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: Mark S. Davis  
Name (Printed or typed)  
3028 St. Augustine Dr.  
Address  
Orlando, FL 32825  
City, State & Zip  
407-277-1789  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

# Articles of Incorporation

## Articles of Incorporation MSDSoftware, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under and in compliance with the laws of the State of Florida.

### Article I - Name

The name of the corporation shall be MSDSoftware, Inc..

### Article II - Place of Business

This street address of this corporation shall be 3028 St. Augustine Dr., Orlando, Florida 32825.

### Article III - Nature of Business

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

### Article IV - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50,000 (Fifty Thousand) shares of common stock having a par value of \$1.00 (One Dollar) per share. At meetings of stockholders, cumulative voting is not allowed nor are there pre-emptive rights attached.

### Article V - Registered Agent

The street address of the initial registered office of the corporation shall be 3028 St. Augustine Dr., Orlando, Florida 32825 and the name of the initial Registered Agent for the corporation at that address is Mark S. Davis.

### Article VI - Term of Existence

It is the intent of the incorporator that this corporation shall continue exist in perpetuity.

### Article VII - Limitation of Liability

Each director, stockholder and officer, in consideration for his or her services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him or her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Articles of Incorporation

## Article VIII - Board of Directors

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

- Mark S. Davis

## Article IX - Incorporator

The name and address of the incorporator is: Mark S. Davis, 3028 St. Augustine Dr., Orlando, Florida 32825.

## Article X - Self-dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or herself or any firm, association or corporation in which he or she may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he or she is also a director of such subsidiary or corporation, so long as said fact is divulged to the other directors prior to such vote.

## Article XI - Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

In witness whereof, the undersigned has hereunto set his hand and seal on this 1 day of FEBRUARY, 2005.

Incorporator:

Mark S. Davis  
Mark S. Davis

2005 FEB - 20  
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TALLAHASSEE, FLORIDA  
A 3:01  
Page Two of Two

State of Florida )  
County of US )

The foregoing Articles of Incorporation were executed and acknowledged before me this 1 day of FEBRUARY, 2005, by Mark S. Davis.

Norman Velden  
Notary Public, State of Florida  
My Commission Expires: 10/1/2007

(SEAL)



Norman Velden  
My Commission DD254852  
Expires October 01, 2007