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### CAPITAL CONNECTION, INC.

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

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#### ARTICLES OF INCORPORATION

**OF** 

#### eAutoDrop, Inc.

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

#### ARTICLE I - NAME

The name of this corporation is eAutoDrop, Inc.

#### **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business of the corporation is 19700 Quarterly Parkway. Orlando, Florida 32833.

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#### **ARTICLE III - NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting and conducting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended, in addition to providing software technology and services for, among other things, the sale of personal property over the worldwide web or other electronic media.

#### **ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares of stock and their par value that this corporation is authorized to have outstanding at any one time is 1,000 shares at zero dollars par value designated as Common Stock of the corporation.

#### **ARTICLE V - CAPITALIZATION**

The amount of capital with which this corporation shall begin business shall be ONE THOUSAND AND 00/100 DOLLARS (\$1,000.00).

#### **ARTICLE VI - DURATION**

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

#### ARTICLE VII - SMALL BUSINESS

This corporation qualifies as a small business corporation as defined in Section 1244 of the Internal Revenue Code and Regulations thereunder and all stock of this corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code and Regulations thereunder.

#### **ARTICLE VIII - INITIAL OFFICERS**

This corporation shall have one (1) initial officer who shall be a President and Secretary/Treasurer all of which shall be elected by the Board of Directors at the time and manner provided by the By-Laws.

The name and address of the initial officer who shall hold office for the first year of existence of the corporation, or until a successor is elected and qualified is:

Joerg M. Dobisch
President and Chief Executive Officer
19700 Quarterly Parkway
Orlando, Florida 32804

#### **ARTICLE IX - INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the initial director of the corporation for the first year of existence of the corporation, or until a successor is elected and qualified is:

Joerg M. Dobisch President and Chief Executive Officer 19700 Quarterly Parkway Orlando, Florida 32804

#### **ARTICLE X - INCORPORATOR**

The name and street address of the person subscribing to theses Articles of Incorporation is:

Joerg M. Dobisch President and Chief Executive Officer 19700 Quarterly Parkway Orlando, Florida 32804

#### **ARTICLE XI - BYLAWS**

The corporation has the power to adopt, alter, amend or repeal By-Laws not inconsistent with these Articles of Incorporation as vested in the Board of Directors of the Corporation.

#### **ARTICLE XII - AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE XIII - STOCK REPLACEMENT**

The Board of Directors shall specify the procedure for this issuance of stock certificates to replace lost or destroyed certificates.

#### **ARTICLES XIV - REGISTERED AGENT**

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

CLARAMARGARET H. GROOVER, Esquire 390 North Orange Avenue Suite 2300 Orlando, Florida 32804

CLARAMARGARET H. GROOVER

I hereby am familiar with the duties and responsibilities as registered agent for the said corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the \_\_\_\_\_th day of July, 2006.

JOERG M. DOBISCH Incorporator

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STATE OF FLORIDA COUNTY OF ORANGE

HETARY OF STATE AHASSEE, FLORIDA.

Before me personally appeared Joerg M. Dobisch to me well known and known to me to be the person described in and who executed the foregoing instrument or who presented <u>FUDU# DIM -493-Ub-043-0</u> as identification, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS, my hand and official seal this \_\_\_\_\_\_day of July, 2006.

Notary Public

Commission

