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0002/006

Division of Corporations

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Account Name : MECHANIK NUCCIO HEARNE & WESTER, P.A.  
Account Number : 110727003105  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Cramer Soft, Inc.

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Florida Dept of State



January 10, 2008

FLORIDA DEPARTMENT OF STATE

MECHANIK NUCCIO HEARNE & WESTER, P.A. Division of Corporations

SUBJECT: CRAMER SOFT, INC.  
REF: W08000001637

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: B08000006562  
Letter Number: 608A00002196

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
CRAMER SOFT, INC.

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The undersigned hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I  
Name and Principal Office

The name of the corporation shall be Cramer Soft, Inc. The principal office address and mailing address of the corporation shall be 2020 Liberty Road, Suite 105, Lexington, Kentucky 40505.

ARTICLE II  
Term of Existence

The corporation shall have perpetual existence, commencing on January 9, 2008.

ARTICLE III  
Purpose

The general purpose of the corporation shall be to transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV  
Powers

The corporation shall have all powers conferred by the laws of the State of Florida upon corporations.

ARTICLE V  
Capital Stock

The corporation is authorized to issue ten thousand (10,000) shares of common voting stock having a par value of one cent (\$.01) per share. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be non-assessable.

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ARTICLE VI  
Registered Office and Agent

The street address of the initial registered office of the corporation shall be 305 South Boulevard, Tampa, Florida 33606, and the name of its initial registered agent at such address shall be Alfred A. Colby.

ARTICLE VII  
Directors

The corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE VIII  
Initial Director

The name and street address of the initial director of the corporation, who shall serve until his respective successor or successors are duly elected and qualified, shall be:

W. Shane Flemm  
2020 Liberty Road, Suite 105  
Lexington, Kentucky 40505

ARTICLE IX  
Transactions with Corporations

No contract or other transaction between the corporation and any other corporation, and no other contract or transaction of the corporation, shall in any way be affected or invalidated by the fact that any director or officer of the corporation has a monetary or other interest in the other corporation, or is a director or officer of the other corporation. Any director or officer may be a member, may be a party to, or may have a monetary or other interest in any contract or transaction of the corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors. Any director or officer of the corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

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ARTICLE X  
Bylaws

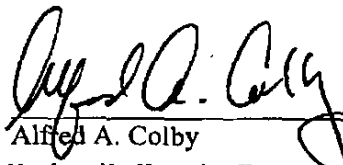
(a) The power to adopt bylaws for the corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the Board of Directors of the corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by such vote.

(b) The bylaws of the corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided that the bylaws are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI  
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned incorporator has executed these Articles of Incorporation this 9th day of January, 2008.

  
Alfred A. Colby  
Mechanik Nuccio Hearne & Wester  
305 South Boulevard  
Tampa, Florida 33606

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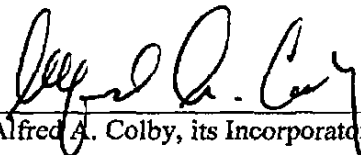
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**CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Cramer Soft, Inc., desiring to organize under the laws of the State of Florida, has named Alfred A. Colby, 305 South Boulevard, Tampa, Florida 33606, as its agent to accept service of process within the State of Florida.

DATED this 9th day of January, 2008.

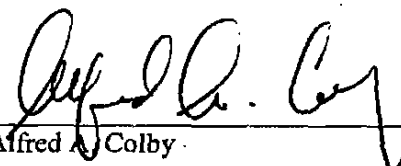
  
Alfred A. Colby, its Incorporator

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ACCEPTANCE

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent.

DATED this 9th day of January, 2008.

  
Alfred A. Colby

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