

Florida Department of State
Division of Corporations
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.

((H09000240739 3)))



H090002407393ABC1

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) 617-6381

From:

Account Name : THE KRAMER LAW FIRM, P.A.
Account Number : I20000000246
Phone : (239) 394-3900
Fax Number : (239) 642-0006

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: _____

RECEIVED
09 NOV 13 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION
Technology Pros, Inc.

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

FILED
NOV 13 P 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

NOV 16 2009
D.A. WHITE

H09000240739 3

FILED

NOV 13 P 1:45

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

TECHNOLOGY PROS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes Chapter 607, does hereby adopt the following articles of incorporation for the corporation:

I. NAME

The name of the corporation is: Technology Pros, Inc.

II. NATURE OF BUSINESS

The corporation may engage in any activity of business permitted by law.

III. PRINCIPAL OFFICE

The initial principal office of the corporation is:

950 North Collier Boulevard, Suite 201
Marco Island, Florida 34145

IV. MAILING ADDRESS

The initial mailing address of the corporation is:

950 North Collier Boulevard, Suite 201
Marco Island, Florida 34145

V. SHARES

The number of shares that the corporation is authorized to issue is 1,000 shares. The shares shall be of single class and shall have a par value of one dollar (\$1.00) per share.

H09000240739 3

H09000240739 3

VI. RIGHT OF FIRST REFUSAL ON TRANSFER OF SHARES

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at a price to be agreed upon between the offeror and the corporation. If the parties cannot agree as to the value of the shares, each party shall select an arbitrator and the two arbitrators so selected shall elect a referee. A majority vote of the three shall determine the value. Such offer shall be in writing, signed by the shareholder, shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the personal representative of the shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend; "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation".

VII. MANAGEMENT OF CORPORATION

The corporation shall not have a board of directors. Rather, all corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of the corporation.

VIII. INDEMNIFICATION

The corporation shall indemnify any present or former officer, employee, or agent of the corporation in the manner set out and provided for in the Act.

H09000240739 3

H09000240739 3

IX. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 950 North Collier Boulevard, Suite 201, Marco Island, Florida 34145, and the name of its initial registered agent at such address is: Frederick C. Kramer.

X. INCORPORATOR

The name and address of the incorporator is:

Frederick C. Kramer
950 North Collier Boulevard, Suite 201
Marco Island, Florida 34146

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 12th day of November, 2009.


FREDERICK C. KRAMER
Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of the corporation. Further, I acknowledge that I am familiar with and accept the obligations of that position.


FREDERICK C. KRAMER

2009 NOV 13 P 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H09000240739 3