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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-10-11
9

COVER LETTER

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

SUBJECT: Accusoft Acquisition, 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: Jenni Ferguson / Trusted Counsel
Name (Printed or typed)

1201 Peachtree St NE Suite 500
Address

Atlanta GA 30361
City, State & Zip

404 961 7604
Daytime Telephone number

jberlin@accusoft.com
E-mail address: (to be used for future annual report notification)

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

Please return filing evidence to my
attention @ address listed above. Mr. Jim.

ACCUSOFT ACQUISITION, INC.
ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I.

The name of the corporation shall be Accusoft Acquisition, Inc.

II.

The principal place of business and mailing address of the corporation is:

4001 North Riverside Drive
Tampa, Florida 33603

III.

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

IV.

The number of authorized shares of common stock is One Hundred Million (100,000,000) Shares. Each share of Common Stock shall be identical in all respects and for all purposes and entitled to one vote in all proceedings in which action may or is required to be taken by shareholders of the Corporation; participate equally in all dividends payable with respect to Common Stock, as, if, and when declared by the Board of Directors of the Corporation; and share ratably in all distributions of assets of the Corporation in the event of any voluntary or involuntary liquidation, or winding up of the affairs of the Corporation or any other distribution of assets, rights, or property.

VI.

The name and address of the registered agent is:

Jack Berlin
4001 North Riverside Drive
Tampa, Florida 33603

VII.

The name and address of the Incorporator is:

Jenni Ferguson
Trusted Counsel (Ashley) LLC
400 Colony Square
1201 Peachtree Street, N.E.
Suite 500
Atlanta, Georgia 30361

VIII.

No director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; (c) liabilities of a director imposed by Section 607.0834 of the Florida Business Corporation Code; or (d) any transaction from which the director derived an improper personal benefit.

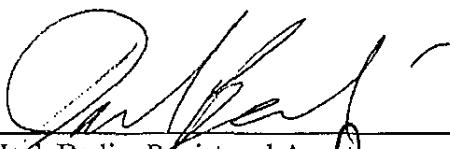
VII.

Any action required by law or by the Bylaws of the Corporation to be taken at a meeting of the shareholders of the Corporation, and any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice of such action without a meeting by less than unanimous written consent shall be given within ten (10) days of the taking of such action to those shareholders of record on the date when the written consent is first executed and whose shares were not represented on the written consent.

VIII.

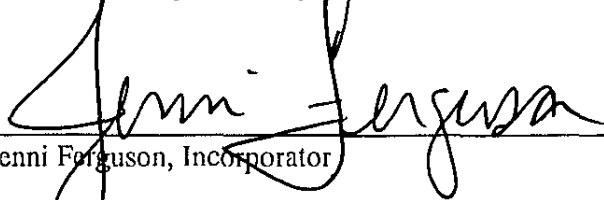
The Corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to repurchase its shares out of its unreserved and unrestricted capital surplus available therefor.

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Jack Berlin, Registered Agent

Aug 4, 2011
Date



Jenni Ferguson, Incorporator

08/05/2011
Date

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TALLAHASSEE, FLORIDA