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Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Pinnacle Software Holdings, Inc.

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ARTICLES OF INCORPORATION

OF

PINNACLE SOFTWARE HOLDINGS, INC.

The undersigned, acting as incorporator of **PINNACLE SOFTWARE HOLDINGS, INC.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PINNACLE SOFTWARE HOLDINGS, INC.

the principal place of business and mailing address are:

2001 West Cypress Creek Road
Suite #103
Ft. Lauderdale, FL 33309

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation,

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with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2001 West Cypress Creek Road, Suite #103, Ft. Lauderdale, FL 33309, and the name of the corporation's initial registered agent at that address is Donald W. Potter.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Donald W. Potter
2001 West Cypress Creek Road
Suite #103
Ft. Lauderdale, FL 33309

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Donald W. Potter
2001 West Cypress Creek Road
Suite #103
Ft. Lauderdale, FL 33309

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the

shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

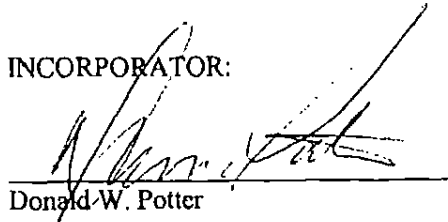
ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

The undersigned incorporator submits this document and affirms that the facts stated herein are true and is aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Florida Statute 817.155.

Executed this 28 day of June, 2022.

INCORPORATOR:


Donald W. Potter

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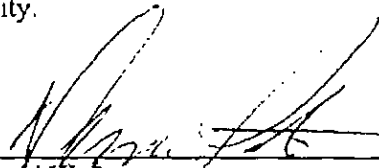
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent of PINNACLE SOFTWARE HOLDINGS, INC. in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation at the place designated in the foregoing Articles of Incorporation and is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.


Donald W. Potter

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