

P9500000 223

DOUGLAS  
P. O. BOX 1032  
ST. PETERSBURG, FL 33731-1032  
(City)

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INDEXED  
1994 DEC 30 PM 2:34  
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time \_\_\_\_\_     Certified Copy
- Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. CHESSEY JAN 3 1995

Examiner's Initials

**ARTICLES OF INCORPORATION  
FOR  
RIGHTWISE, INC.**

FILED  
1991 DEC 30 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of **RIGHTWISE, INC.** under Chapter 607 of the Florida Statutes, submits the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is: **RIGHTWISE, INC.**

**ARTICLE II. DURATION AND COMMENCEMENT**

The corporation will exist perpetually, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE III. PURPOSE**

The corporation is organized primarily for the custom design and construction of electronic concierge systems and its related advertising and sales, but shall also include the performance of activities related or incidental to the furtherance of the corporation's stated purpose and permitted under the laws of the United States and Florida.

**ARTICLE IV. PROHIBITED ACTIVITIES**

The corporation shall not engage in any activities prohibited by Chapter 607 of the Florida Statutes, but shall otherwise have all powers granted by said Chapter.

**ARTICLE V. AUTHORIZED SHARES**

The corporation is authorized to issue 10,000 shares of common stock. Shareholders of the corporation shall be limited as set forth in the Bylaws.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 25 2nd Street North, Suite 200, St. Petersburg, Florida 33701, and the corporation's initial registered agent at that address is Tom L. Douglas.

#### ARTICLE VII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 25 2nd Street North, Suite 200, St. Petersburg, Florida 33701.

#### ARTICLE VIII. DIRECTORS

The initial Board of Directors of the corporation shall consist of two members. The names and addresses of the corporation's initial directors are:

Tom L. Douglas	200 Madonna Boulevard #99 St. Petersburg, Florida 33715
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Margery Douglas	200 Madonna Boulevard #99 St. Petersburg, Florida 33715
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The method of election of directors shall be as stated in the Bylaws.

#### ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is Tom L. Douglas, 200 Madonna Boulevard, #99, St. Petersburg, Florida 33715. The incorporator of the corporation assigns to the corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation.

#### ARTICLE X. DISSOLUTION

In the event of the dissolution of the corporation, the assets of the corporation shall be distributed to the shareholders or otherwise as provided for in Chapter 607 of the Florida Statutes.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENTS UPON WHOM PROCESS MAY BE SERVED**

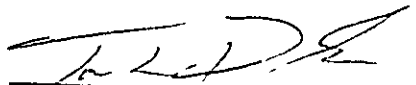
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That **RIGHTWISE, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at the City of St. Petersburg, County of Pinellas, State of Florida, has named Tom L. Douglas, located at 25 2nd Street North, Suite 200, St. Petersburg, Florida 33701, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of Chapter 607 of the Florida Statutes, relative to keeping open the registered office.

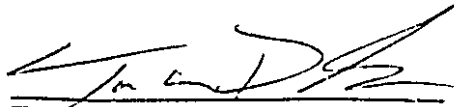
DECEMBER 9, 1994

  
Tom L. Douglas, Registered Agent

ARTICLE XI. 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9<sup>th</sup> day of DEC, 1994.

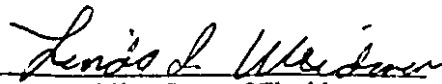
  
Tom L. Douglas, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of Dec. 1994 by Tom L. Douglas, who is personally known to me or who produced FLTD 024 2812 52120 as identification, and who did not take an oath.



LINDA I. WEIDMAN  
My Commission CC418137  
Expires Nov. 27, 1998  
Bonded by ANB  
800-852-5678

  
Notary Public - State of Florida  
Linda I. Weidman

(Notary Seal)

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1994 DEC 30 PM 2:36  
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