

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FEB 6 1995 BSE

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY APL

WALK-IN  
 Will Pick Up 28-1722

RE: Wingard & Prayer  
Software, Inc

DISBURSED

Check Express™ \_\_\_\_\_  
 Art. of Amend. File \_\_\_\_\_  
 Dissolution/Withdrawal \_\_\_\_\_  
 C U S \_\_\_\_\_  
 Fictitious Name File \_\_\_\_\_  
 Name Reservation \_\_\_\_\_  
 Annual Report/Reinstatement \_\_\_\_\_  
 Reg. Agent Service \_\_\_\_\_  
 Document Filing \_\_\_\_\_  
 Corporate Kit \_\_\_\_\_  
 Vehicle Search \_\_\_\_\_  
 Driving Record \_\_\_\_\_  
 Document Retrieval \_\_\_\_\_  
 UCC 1 or 3 File \_\_\_\_\_  
 UCC 11 Search \_\_\_\_\_  
 UCC 11 Retrieval \_\_\_\_\_  
 File No.'s \_\_\_\_\_ Copies \_\_\_\_\_  
 Courier Service \_\_\_\_\_  
 Shipping/Handling \_\_\_\_\_  
 Phone ( ) \_\_\_\_\_  
 Top Priority \_\_\_\_\_  
 Express Mail Prep \_\_\_\_\_  
 FAX ( ) \_\_\_\_\_ pgs \_\_\_\_\_

SUBTOTALS \_\_\_\_\_

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
WING AND A PRAYER SOFTWARE, INC.

FILED  
FEB -9 AM 10: 62  
CLERK OF DISTRICT COURT

The undersigned incorporator subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be Wing and a Prayer Software, Inc. and its initial postal address and its principal office for the conduct of business is Post Office Box 560174, Orlando, Florida 32856-0174. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE II.

The general nature of business to be transacted by this corporation is

- a. To engage in the business of creation, marketing and licensing of computer software products and related services.
- b. To buy, sell, purchase, acquire, convey, mortgage or transfer in any manner whatsoever or retain in any manner whatsoever money, stocks, bonds, realty or any other property in any manner not prohibited by law.
- c. To carry on any and all business as manufacturers, producers, merchants (wholesale and retail), importers and exporters, generally without limitation as to class of products and merchandise, and to manufacture, produce, adapt, prepare, buy and sell and

otherwise deal in any materials, articles or things required in connection with or incidental to the manufacture, production and dealing in such products.

d. To build and construct any property in any manner not prohibited by law, and to engage in every aspect and phase of construction or contracting work with any material or materials whatsoever and in any manner whatsoever.

e. To such extent as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do and for the accomplishment of any of the purposes or the objects enumerated in these Articles of Incorporation, or any amendments thereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and every thing necessary, suitable, convenient, or proper or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its property and, in general, to engage in and carry on any and every lawful business in any manner whatsoever not prohibited by . whether or not the same be necessary or incident to the attainment of the objects of corporation, or whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation, or any and all powers, rights and privileges which a corporation may now or hereafter be organized, authorized or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any Act amendatory thereto, supplemental thereto or substituted therefor.

f. The foregoing paragraphs shall be construed as enumerating the purposes, objects and powers of this corporation and no recitation, expression or declaration of specific powers

or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

#### ARTICLE III.

The term for which this corporation shall exist shall be perpetual.

#### ARTICLE IV.

The maximum number of shares of stock of this corporation which is authorized to have outstanding at any one time is 300 shares of common stock at \$1.00 par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or in services at a just valuation to be fixed by the Directors at a meeting duly convened and held.

#### ARTICLE V.

The name and address of the person signing these Articles as incorporator is:

Robin E. Mast.

#### ARTICLE VI.

The street address of the initial registered office of this corporation and the name of its registered agent at such address are as follows:

Registered Agent: James M. Talley, Esquire

Registered Office: 20 North Orange Ave., Suite 1500, Orlando, FL 32802-0712.

#### ARTICLE VII.

The business of the corporation shall be conducted, carried on and managed by and through a Board of Directors composed of three (3) or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law. The initial Board of Directors of this corporation shall consist of three (3) members.

The name and address of the initial directors of this corporation who, subject to the provisions of these Articles of Incorporation, the By-Laws and the laws of the State of Florida, shall hold office until the first annual meeting of the corporation or until a successor is elected and has been qualified are as follows:

Joseph M. Mast, Jr., 1305 Lake Margaret Drive, Orlando, FL 32806 - President

Robert Clinger, 5357 Marty Road, Orlando, FL 32822 - Vice President

Robin E. Mast, 1305 Lake Margaret Drive, Orlando, FL 32806 - Secretary/Treasurer

#### ARTICLE VIII.

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any directors of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or other corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or other corporation in which he may otherwise be interested. Any director of this corporation may vote upon any contract or other transaction

between this corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

#### ARTICLE IX.

These Articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon shareholders are granted subject to this reservation.

WITNESS my hand and seal this 3rd day of February, 1995.

Robin E. Mast  
ROBIN E. MAST

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Robin E. Mast, the person described as incorporator to the foregoing Articles of Incorporation, who is personally known to me provided \_\_\_\_\_ as identification, and who executed the same and acknowledged before me that he/she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 3rd day of February, 1995.

(Notarial Seal)

Karen S. Baker  
NOTARY PUBLIC, State of Florida  
at Large Don n. # 20097749  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.  
MY COMMISSION EXPIRES APRIL 28, 1995  
FORNED T. H. U. ASHLEY AGENCY INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, OR DESIGNATING AGENT UPON WHOM PROCESS  
MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted.

First, that Robin E. Mast, desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business at city of Orlando, State of Florida, has named  
James M. Talley, located at 20 North Orange Avenue, Suite 1500, Orlando, State of Florida,  
as its agent to accept service of process within Florida.

CORPORATE OFFICER

SIGNED: Robin E. Mast

TITLE: Incorporator

DATE: 2/3/95

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

SIGNED: James M. Talley  
JAMES M. TALLEY  
Registered Agent

DATE: Feb 6, 1995

FILED  
FEB - 8 AM 10:42  
SECRETARY OF STATE  
TALLER