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March 3, 1995

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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Wizware, Inc. - Incorporation

To Whom It May Concern:

Enclosed herein please find two duplicate original Articles of Incorporation for the captioned matter. Please file one copy and return one certified copy to the undersigned at your earliest convenience. I have also enclosed my check in the sum of \$120.00 representing the file fee for same.

Thank you for your courtesy and attention to this matter.

Sincerely yours,

  
PETER J. PINNOCK

PJP/sj

Encls.

Dmc  
3/8/95

FILED  
95 MAR -6 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

INNOVATIVE COMPUTER TECHNOLOGIES, INC.

6270 EDGEWATER DRIVE SUITE 3800 ■ ORLANDO FL 32810 ■ SALES 800.543.8085 ■ SUPPORT 407.297.8884 ■ FAX 407.297.9197

ARTICLES OF INCORPORATION

OF

WIZWARE, INC.

FILED

95 MAR -6 PM 2:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is WIZWARE, INC. and the principal address of this corporation is 6270 Edgewater Drive, Suite 3800-4200, Orlando, Florida 32810.

ARTICLE II - DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE III - GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollar (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock in this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6270 Edgewater Drive, Suite 3800-4200, Orlando, Florida 32810, and the name of the initial registered agent of this corporation at that address is Peter J. Pinnock.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. This corporation shall have three (3) directors initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The name and address of the members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

PETER J. PINNOCK  
6270 Edgewater Drive, Suite 3800-4200  
Orlando, Florida 32810

MICHAEL D. PINNOCK  
6270 Edgewater Drive, Suite 3800-4200  
Orlando, Florida 32810

ANTHONY SPOTORNO  
6270 Edgewater Drive, Suite 3800-4200  
Orlando, Florida 32810

#### ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of this corporation is:

PETER J. PINNOCK  
6270 Edgewater Drive, Suite 3800-4200  
Orlando, Florida 32810

#### ARTICLES IX - BY-LAWS

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

#### ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles at Orlando, Florida, this 3 day of March, 1995.

  
\_\_\_\_\_  
PETER J. PINNOCK, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3 day of March, 1995, by PETER J. PINNOCK, who is personally known to me.



SUSAN J. PINNOCK  
MY COMMISSION EXPIRES  
September 18, 1996  
BONDED THRU TROY PAUL INSURANCE, INC.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
PETER J. PINNOCK  
Registered Agent

Articles/sjp