

P9500022336

TRANSMITTAL LETTER

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

70000014300017  
03/20/95-01031-0001  
\*\*\*131.25 \*\*\*131.25

SUBJECT: SPYNET, INC.  
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of Incorporation for the corporation and check in the amount of \$ 131.25.

FROM:

PARAGON CONSOLIDATED  
BUSINESS SERVICES, INC.  
C. ROBIN LEMERISE, PRES.  
7289 WESTWIND ST.  
SPRING HILL, FL 34607  
(904) 596-3311

FILED  
95 MAR 17 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

T. BROWN MAR 20 1995

**ARTICLES OF INCORPORATION  
OF  
SPYNET, INC.**

**FILED**  
95 MAR 17 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE  
PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA,  
BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA, PROVIDING  
FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES, AND IMMUNITIES OF A  
CORPORATION FOR PROFIT.**

**ARTICLE I  
NAME**

**THE NAME OF THIS CORPORATION SHALL BE:**

**SPYNET, INC.**

**ARTICLE II  
DURATION**

**THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE AND SAME SHALL  
COMMENCE ITS CORPORATE EXISTENCE AT THE TIME OF FILING OF THE ARTICLES  
OF INCORPORATION BY THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA.**

**ARTICLE III  
PURPOSE**

**THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED  
INCLUDES THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESSES FOR WHICH  
CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF THE FLORIDA  
STATUTES.**

**ARTICLE IV  
GENERAL POWERS**

**THIS CORPORATION SHALL HAVE THE FOLLOWING CORPORATE POWERS,  
TO WIT:**

**A.**

**TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE  
AND TO USE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE  
IMPRESSED, AFFIXED OR IN ANY OTHER MANNER REPRODUCED.**

**B.**

**TO PURCHASE, TAKE, RECEIVE, LEASE OR OTHERWISE ACQUIRE, OWN, HOLD,  
IMPROVE, USE AND OTHERWISE DEAL IN AND WITH REAL OR PERSONAL  
PROPERTY OF ANY INTEREST THEREIN, WHEREVER SITUATE.**

**C.**

**TO SELL, CONVEY, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN,  
LEASE, EXCHANGE, TRANSFER AND OTHERWISE DISPOSE OF ALL OR ANY  
PART OF ITS PROPERTY AND ASSETS.**

**D.**

**TO LEND MONEY TO AND USE ITS CREDIT TO ASSIST ITS OFFICERS AND  
EMPLOYEES IN ACCORDANCE WITH SECTION 607.141**

**E.**

**TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE,  
OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE, OR  
OTHERWISE DISPOSE OF, AND OTHERWISE USE AND DEAL IN AND WITH, SHARES  
OR OTHER INTEREST IN, OR OBLIGATIONS OF, OTHER DOMESTIC OR FOREIGN  
CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS, OR INDIVIDUALS OR DIRECT  
OR INDIRECT OBLIGATIONS OF THE UNITED STATES.**

**F.**

**TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES  
AND EXERCISE THE POWER GRANTED BY THIS ACT WITHIN OR WITHOUT  
THIS STATE.**

**G.**

**TO MAKE CONTRACTS AND GUARANTEES AND INCUR LIABILITIES, BORROW**

MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY  
DETERMINE, ISSUE ITS NOTES, BONDS AND OTHER OBLIGATIONS AND SECURE ANY OF ITS  
OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL  
OR ANY OF ITS PROPERTY, FRANCHISES AND INCOME.

H.

TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND RE-INVEST  
ITS FUNDS, AND TAKE AND HOLD REAL AND PERSONAL PROPERTY AS SECURITY  
FOR THE PAYMENT OF FUNDS SO LOANED OR INVESTED

I.

TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND  
DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION.

J.

TO MAKE AND ALTER BYLAWS, NOT INCONSISTENT WITH ITS ARTICLES OF  
INCORPORATION OR WITH THE LAWS OF THIS STATE., FOR THE  
ADMINISTRATION AND REGULATION OF THE AFFAIRS OF THE CORPORATION.

K.

TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE,  
SCIENTIFIC OR EDUCATIONAL PURPOSES.

L.

TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD OF DIRECTORS  
SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY.

M.

TO PAY PENSIONS AND ESTABLISH PENSION PLANS, PROFIT SHARING PLANS,  
STOCK BONUS PLANS, STOCK OPTION PLANS AND OTHER INCENTIVE PLANS  
FOR ANY OR ALL OF ITS DIRECTORS, OFFICERS AND EMPLOYEES AND FOR  
ANY OR ALL OF THE DIRECTORS, OFFICERS AND EMPLOYEES OF ITS SUBSIDIARIES.

N.

TO BE A PROMOTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE, OR  
MANAGER OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST,  
OR OTHER ENTERPRISE.

O.

TO HAVE AND EXERCISE ALL POWERS NECESSARY OR CONVENIENT TO  
EFFECT ITS PURPOSE.

**ARTICLE V  
SHARES OF STOCK**

**THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL  
HAVE AUTHORITY TO ISSUE SHALL BE  
ONE THOUSAND  
OF COMMON CLASS ONLY WITH A PAR VALUE OF  
ONE DOLLAR PER SHARE**

**EACH HOLDER OF COMMON STOCK IN THIS CORPORATION SHALL BE ENTITLED  
TO ONE VOTE FOR EACH SHARE OF COMMON STOCK HELD BY HIM OR HER.**

**ARTICLE VI  
PRE-EMPTIVE RIGHTS**

**THE SHAREHOLDERS OF THIS CORPORATION SHALL HAVE PRE-EMPTIVE RIGHTS  
TO ACQUIRE UNISSUED OR TREASURY SHARES OF THE CORPORATION, OR  
SECURITIES OF THE CORPORATION CONVERTIBLE INTO OR CARRYING A RIGHT  
TO SUBSCRIBE TO OR ACQUIRE SHARES IN SAID CORPORATION**

**ARTICLE VII  
PRINCIPLE PLACE OF BUSINESS**

**THE STREET ADDRESS OF THE CORPORATIONS PRINCIPLE PLACE  
OF BUSINESS IS AS FOLLOWS, TO WIT:  
18506 TURTLE DRIVE  
LUTZ FL 33549**

**ARTICLE VIII  
REGISTERED AGENT**

**THE NAME AND ADDRESS OF THE CORPORATIONS INITIAL REGISTERED  
AGENT FOR SERVICE OF PROCESS IS AS FOLLOWS:  
STEVE A. RICHARDSON  
18506 TURTLE DRIVE, LUTZ FL 33549**

**ARTICLE IX**

**BOARD OF DIRECTORS**

**THE BOARD OF DIRECTORS OF THIS CORPORATION SHALL CONSIST OF ONE OR MORE MEMBERS, AND THE EXACT NUMBER THEREOF TO BE FIXED BY THE BYLAWS OF THE SAID CORPORATION . THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF ONE OR MORE MEMBERS WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS, TO WIT:**

**STEVE A. RICHARDSON  
18506 TURTLE DRIVE,  
LUTZ FL 33549**

**SAID MEMBERS OF THE INITIAL BOARD OF DIRECTORS SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF THE SHAREHOLDERS, AND UNTIL HIS SUCCESSOR SHALL HAVE BEEN ELECTED AND QUALIFIED, OR UNTIL HIS EARLIER RESIGNATION, REMOVAL FROM OFFICE , OR DEATH, WHICHEVER SHALL FIRST OCCUR.**

**ARTICLE X**

**INCORPORATORS**

**THE FOLLOWING PERSONS SHALL ACT AS THE INCORPORATORS OF  
SPYNET , INC..**

**BY SIGNING AND DELIVERING, OR CAUSING TO BE DELIVERED, SAID ARTICLES OF INCORPORATION, IN DUPLICATE, TO THE DEPARTMENT OF STATE OF THE  
STATE OF FLORIDA:**

**STEVE A. RICHARDSON  
18506 TURTLE DRIVE,  
LUTZ FL 33549**

ARTICLE XI  
BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS. BY-LAWS ADOPTED BY THE BOARD OF DIRECTORS MAY BE REPEALED OR CHANGED, AND NEW BY-LAWS SHALL NOT BE ADOPTED BY THE SHAREHOLDERS, AND THE SHAREHOLDERS MAY PRESCRIBE IN ANY BY-LAW MADE BY THEM THAT SUCH BY-LAWS SHALL NOT BE ALTERED, AMENDED OR REPEALED BY THE BOARD OF DIRECTORS. THE BY-LAWS MAY CONTAIN ANY PROVISIONS FOR THE REGULATION AND MANAGEMENT OF THE AFFAIRS OF THE CORPORATION NOT INCONSISTENT WITH THE LAW OR THE ARTICLES OF INCORPORATION.


IN WITNESS WHEREOF, WE, THE UNDERSIGNED SUBSCRIBING INCORPORATORS HAVE HEREUNTO SET OUR BONDS AND SEALS THIS FIRST DAY OF FEBRUARY, 1995 FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND WE HEREBY MAKE AND FILE IN THE OFFICE OF THE SECRETARY OF STATE, STATE OF FLORIDA, THIS CERTIFICATE OF INCORPORATION, AND CERTIFY THAT THE FACTS HEREIN STATED ARE TRUE

  
STEVEN A. RICHARDSON

STATE OF FLORIDA )  
COUNTY OF PASCO )

BEFORE ME, THIS DAY, PERSONALLY APPEARED STEVEN A. RICHARDSON TO ME WELL KNOWN TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THE SAME FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS 1<sup>ST</sup> DAY OF FEB, 1995

  
NOTARY PUBLIC



"OFFICIAL SEAL"  
Charles Robin Lemerise  
My Commission Expires 4/10/98  
Commission #CC 362938

CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SPYNET, INC.

2. The name and address of the registered agent and office is:

STEVE A. RICHARDSON

18506 TURTLE DR.

(P. O. BOX NOT ACCEPTABLE)

LUZ

FL

33549

(CITY/STATE/ZIP)

SIGNATURE

Steve A. Richardson  
(Corporate Officer)

TITLE

PRESIDENT

DATE

2-1-95

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 FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Steve A. Richardson  
(Registered Agent)

DATE

2-1-95