

Spectro Scan, Inc.

P95000026166

March 15, 1995

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

800001434136
-03/20/95-01067-003
****122.50 ****122.50

RE: New Corporation Filing for
National Integrated Geographic Information System
Users' Group Association, Incorporated

Gentlemen:

Enclosed are the following

1. Two originals of Articles of Incorporation.
2. Filing fee in the amount of \$122.50.
3. Stamped, addressed envelope.

Please return one certified original of the Articles of Incorporation. Thank you.

Sincerely,

M. Sullivan

Marilyn Sullivan
Vice President

DMC
3/31/95

Enclosures

509, 634

1195-6180
FILED
95 MAR 30 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1995

MARILYN SULLIVAN, VICE PRESIDENT
SPECTRO SCAN, INC.
4020 SALZEDO STREET
CORAL GABLES, FL 33146

SUBJECT: NATIONAL INFORMATION SYSTEM USERS' GROUP
ASSOCIATION, INC.
Ref. Number: W95000006180

We have received your document for NATIONAL INFORMATION SYSTEM
USERS' GROUP ASSOCIATION, INC. and your check(s) totaling \$122.50.
However, the enclosed document has not been filed and is being returned for the
following correction(s):

The corporate name must be identical throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you
must list the corporation's principal office, and if different, a mailing address in
the document. If the principal address and the registered office address are the
same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 895A00012444

ARTICLES OF INCORPORATION
OF
NATIONAL INTEGRATED GEOGRAPHIC
INFORMATION SYSTEM
USERS' GROUP ASSOCIATION, INC.

FILED
95 MAR 30 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation in the State of Florida hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of the corporation is National Integrated Geographic Information System Users' Group Association, Inc.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 500, all of which shall be common shares at \$1.00 par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of sale of either new or treasury stock for cash, property, service, in payment of corporate stock or otherwise, shall have the right to purchase his proportionate share thereof.

ARTICLE VI - REGISTERED OFFICE OF AGENT

The street address of the initial registered office of the corporation is 4020 Salzedo Street, Coral Gables, FL 33146, and the name of the initial registered agent at such address is William D. Bryant,, which agent, pursuant to Florida Statutes, shall accept service of process within this State.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. The name and address of the initial director of this corporation is:

Name

Address

William D. Bryant

4020 Salzedo Street
Coral Gables, FL 33146

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of this corporation, and any person who serves at the request of this corporation as director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being as director or officer of this corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer and shall reimburse each such person for all expenses (including attorneys' fees) reasonable incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these articles is William D. Bryant, 4020 Salzedo Street, Coral Gables, FL 33146.

ARTICLE IX - PRINCIPAL OFFICE

The address of the principal office of the corporation is 4020 Salzedo Street, Coral Gables, FL 33146, which is the same address as that of the registered agent.

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders and Board of Directors.

ARTICLE XI - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the filing of the Articles of Incorporation with the Florida Department of State.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 27 day of March, 1995.


William D. Bryant

The undersigned, having been named to accept service of process for the above corporation at the place designated in Article VI hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.

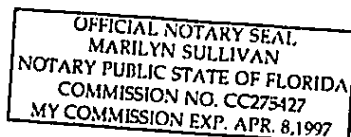

William D. Bryant

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State of Florida to take acknowledgements, personally appeared William D. Bryant, personally known to me to be the person who executed the foregoing Articles of Incorporation and accepted appointment as the registered agent of said corporation, and acknowledged that he executed the same for the purposes therein contained.

Witness my hand and official seal in Dade County, Florida, this 27th day of March, 1995.

My commission expires:




Notary Public

Spectro Scan, Inc.

P95000026166

June 5, 1995

Amanda Herring
Document Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

800001510438
-06/12/95--01003--010
*****70.00 *****35.00

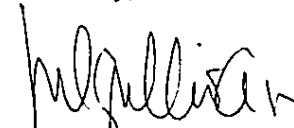
RE: W95000009445 & W95000009448

Dear Ms. Herring:

In accordance with your letters of May 4, 1995, and our subsequent telephone conversation, I am returning the articles of incorporation and affidavits to you along with articles of dissolution and our check in the amount of \$70.00 for the dissolution fees. Please do not hesitate to call me collect if you have any questions.

Thank you for your assistance.

Sincerely,



(Mrs.) Marilyn Sullivan
Vice President

SECRET
TALLAHASSEE FLORIDA

55 JUN -7 PM 2:21

Enclosures

Corrected date
of Inc.
per

6(7)

Vol. Diss.

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

95 JUN -7 PM 2:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST: The name of the corporation is National Integrated Geographic Information System Users' Group Association, Inc.

SECOND: The articles of incorporation were filed on MARCH 30, 1995

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 2nd day of June, 1995.

Signature William D. Bryant
(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

William D. Bryant
(Typed or printed name)

Director & Incorporator
(Title)