

P 950000 50707

TRANSMITTAL LETTER

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

FILED  
1995 JUN 27 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: ZAVCOM SYSTEMS INCORPORATED  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: GERALD W. ZAVITZ  
Name (printed or typed)

3031 CORAL STRIP PKWY  
Address

GULF BREEZE, FL. 32561 0001524835  
City, State & Zip

(904) 934-1792  
Daytime Telephone number

-06/27/95--01099--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

ZAVCOM SYSTEMS INCORPORATED

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3031 Coral Strip Pkwy  
Gulf Breeze, Fl. 32561

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares of Common Stock

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Gerald W. Zavitz  
3031 Coral Strip Pkwy  
Gulf Breeze, Fl. 32561

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## ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gerald W. Zavitz, President  
3031 Coral Strip Pkwy  
Gulf Breeze, Fl. 32561

Sandra P. Zavitz, Secretary  
3031 Coral Strip Pkwy  
Gulf Breeze, Fl. 32561

### PURPOSE:

To manufacture, produce, purchase, acquire, sell, import, export, distribute and deal in computer programs, systems, applications, software, computer equipment, maintenance and any and all computer related services.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act.

### PROVISIONS CONCERNING MANAGEMENT AND REGULATIONS OF THE AFFAIRS OF THE CORPORATION:

#### OFFICERS

1. Number. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors, including Chairman of the Board. In its discretion, the Board of Directors may leave unfilled for any such period as it may determine any office except those of President and Secretary. Any two or more offices may be held by the same person, except for the offices of President and Secretary which may not be held by the same person. Officers may be directors or shareholders of the corporation.

2. President. The President shall be the principal executive officer of the Corporation and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Corporation. He shall, when present, preside at all meetings of the shareholders and of the Board of Directors, unless there is a Chairman of the Board, in which case the Chairman shall preside. He may sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, certificates for shares of the Corporation, and deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases

## ARTICLE V INCORPORATOR(S) (Continued)

where the signing and execution thereof shall be expressly delegated by the Board of Directors or by some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident of the office of President and such other duties as may be prescribed by the board of Directors from time to time.

3. Vice President. In the absence of the President or in event of his death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If there is more than one Vice President, each Vice President shall succeed to the duties of the President in order of rank as determined by the Board of Directors. If no such rank has been determined, then each Vice President shall succeed to the duties of the President in order of date of election, the earliest date having the first rank.

4. Secretary. The Secretary shall: (a) keep the minutes of the proceedings of the shareholders and of the Board of Directors in one or more minute books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the Corporation and see that seal of the corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized; (d) keep a register of the post office address of each shareholder which shall be furnished to the Secretary by such shareholder; (e) sign with the President certificates for shares of the Corporation, the issuance of which shall have been authorized by resolution of the Board of Directors; (f) have general charge of the stock transfer books of the Corporation; and (g) in general perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

4. Treasurer. The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the Corporation; (b) receive and give receipts for moneys due and payable to the Corporation from any source what-soever, and deposit all such moneys in the name of the Corporation in such banks, trust companies or other depositories; (c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such sureties as the Board of Directors shall determine.

ARTICLE V INCORPORATOR(S) (Continued)

POWERS OF THE CORPORATION, BOARD OF DIRECTORS, AND SHAREHOLDERS:

The corporation shall conduct the business and affairs as outlined in the purpose. The business and affairs of the Corporation shall be managed by it Board of Directors. The shareholders have voting rights of each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote at a meeting of shareholders.

PAR VALUE AND/OR CLASS OF SHARES:

Common Stock with \$10.00 Par Value.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 23<sup>rd</sup> day of June, 1995.

Frederick W. Zaitz, President.  
Signature

Sandra P. Zaitz, Secretary  
Signature

\_\_\_\_\_  
Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED  
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 :

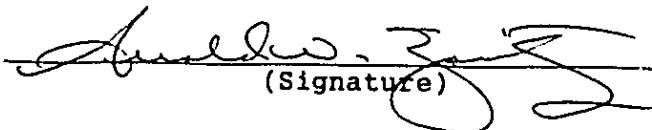
ZAVCOM SYSTEMS INCORPORATED

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

Gerald W. Zavitz  
3031 Coral Strip Pkwy  
Gulf Breeze, Fl. 32561

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

6-26-95  
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314