

KATI

P95000056001

3374 Rutledge Lane  
Tallahassee, Florida 32312  
904.668.3464

FILED

85-JUL 14 10 08 AM  
TALLAHASSEE, FLORIDA

June 20, 1995

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

To Whom it May Concern:

Please accept the enclosed, notarized, original copy of Articles of Incorporation for KATI, Inc. to be filed with the Secretary of State. Also enclosed is a check for the uncertified filing fee of \$70.00.

If you have any questions, please contact me at your earliest convenience. With kind regards, I am,

Sincerely,



Richard C. Komando,  
President

800001524848  
-06/27/95--011000--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

W95-13497

KH. 7-5-95

David Audlin, Jr. GAVE

AUTHORIZATION BY PHONE TO  
CORRECT Corp Address

DATE 7-19-95

DOC. EXAM KH4

RA-  
accept.

Enclosure  
/RCK

XH  
7-19-95



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 5, 1995

RICHARD C. KOMANDO  
3374 RUSTLEWOOD LANE  
TALLAHASSEE, FL 32312

SUBJECT: KATI, INC.  
Ref. Number: W95000013497

We have received your document for KATI, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 995A00032493

## ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

### ARTICLE ONE

The name of the corporation is ~~KATH~~ <sup>KOMANDO AUDLIN TECHNOLOGICAL</sup> ~~INC.~~ <sup>INNOVATIONS, INC.</sup>  
Located at: 3374 Rustlewood Lane, Tallahassee, FL 32312

### ARTICLE TWO

The duration of the corporation is perpetual.

### ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the business of providing information services to the general public.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

### ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one-hundred. Such shares shall be of a single class, and all issued shares shall be held of record by not more than ten persons. Shares will be issued and transeferred only to:

1. natural persons
2. estates, or
3. a trust as described in 26 U.S.C. Section 1371 defining a qualified "small business corporation".

In addition, no shares shall be issued or transferred to a nonresident alien. Such shares shall be without par value.

### ARTICLE FIVE

The street address of the initial registered office of the corporation is 3374 Rustlewood Lane, Tallahassee, Florida, 32312, and the name of its initial registered agent at such address is David Audlin, Jr.

### ARTICLE SIX

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the stockholders.

#### ARTICLE SEVEN

The presence, at any stockholders' meeting, in person or by proxy, of persons entitled to vote all of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business.

#### ARTICLE EIGHT

The affirmative vote of all of the outstanding shares of the corporation shall be the act of the stockholders.

#### ARTICLE NINE

The power to make, alter, amend, and repeal the bylaws of the corporation shall be reserved to the stockholders of the corporation.

#### ARTICLE TEN

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement among the holders of such shares. A copy of such agreement shall be kept on file with the secretary of the corporation, and shall be subject to inspection by the stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

#### ARTICLE ELEVEN

(1) Any stockholder shall have the right, at any time, to submit to arbitration the question of whether grounds for involuntary dissolution exist, as such grounds are specified in subsection (2) hereof, and on a finding that such grounds exist, the arbitrator, who shall be appointed as specified in subsection (3) hereof, shall order that the stock of such stockholder or stockholders as the arbitrator shall designate shall be sold to the highest bidder among such stockholders as he shall designate, provided that such stock shall not be sold for less than the minimum fair market value thereof as shall be determined by the arbitrator. In the event the designated stockholders fail or refuse to enter a bid, or fail or refuse to enter a bid in excess of the minimum price specified above, the arbitrator shall order one or more of such bidding stockholders to buy such stock at the minimum price.

(2) As used herein, the term "grounds for dissolution" shall mean any one of the following:

(a) The stockholders are deadlocked in the management of corporate affairs and irreparable injury to the corporation is being suffered or is threatened thereby;  
or

(b) The corporate assets are being misapplied or wasted.

(1) Arbitration hereunder shall be held in the City of Tallahassee, Florida, or at such other location as is agreed upon by all parties thereto, and shall be conducted by one arbitrator selected from the panel of the American Arbitration Association in accordance with the rules and regulations of that Association. Judgement on the award of the arbitrator, or enforcement of any ruling of the arbitrator, may be entered or obtained in any court having jurisdiction thereof.

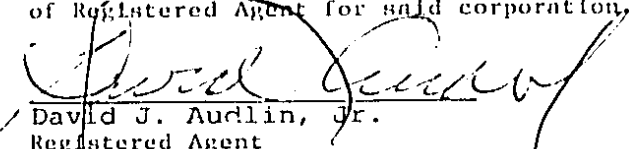
#### ARTICLE TWELVE

The name and address of each Incorporator:

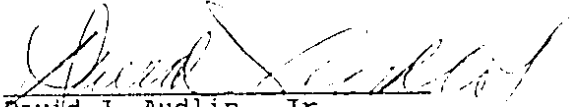
Name	Address
Richard C. Komando	5621 Maple Forest Drive Tallahassee, FL 32306
David J. Audlin, Jr.	3374 Rustlewood Lane Tallahassee, FL 32312

Executed by the undersigned at Tallahassee, County of Leon, State of Florida, on this eighth day of June, 1995.

I hereby accept the duties and responsibilities of Registered Agent for said corporation.

  
David J. Audlin, Jr.  
Registered Agent


  
Richard C. Komando

  
David J. Audlin, Jr.

STATE OF FLORIDA)

COUNTY OF LEON)

Sworn to and subscribed before me this <sup>ninth</sup> eighth day of June, 1995.

  
Notary Public

My commission expires: \_\_\_\_\_



JULIA A. MCNEAL-BRANCH  
MY COMMISSION # CC175871 EXPIRES  
February 14, 1996  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
95 JUL 19 AM 8 16  
TALLAHASSEE, FLORIDA



P95000056001

DAVID J. AUDLIN, JR.

ATTORNEY AT LAW

Eaton Street Professional Center, 524 Eaton Street, Suite 110, #113-#114, Key West, Florida 33040, (305) 294-3002

September 20, 1996

Kathy Hyman, Document Specialist  
New Filings Section  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
SEP 21 1996  
TALLAHASSEE, FLORIDA

Re: Restated Articles of Incorporation

900001996739--18  
-11/05/96--01162--023  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Ms. Hyman:

Enclosed please find Restated Articles of Incorporation with Amendments to Articles for Komando Audlin Technological Innovations, Inc., a Florida Corporation (P95000056001), along with the Certificate required by Section 607.1007(4). Please note that the corporate name has been changed to "David J. Audlin, Jr., Attorney at Law, P.A.", and that the mailing address of the corporation has changed, as set forth in Article Three of the Restated Articles.

My check in the amount of \$35 is enclosed. If you have any questions, please call or write to me. Thank you for your kind assistance.

RECEIVED  
SEP 24 AM 8:04  
DIVISION OF CORPORATIONS

Sincerely yours,

David J. Audlin, Jr.  
Attorney at Law

Restated Art. & N/C

VS NOV 4 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 22, 1996

DAVID J. AUDLIN, JR.  
524 EATON ST., SUITE 110, #113-#114  
KEY WEST, FL 33040

SUBJECT: KOMANDO AUDLIN TECHNOLOGICAL INNOVATIONS, INC.  
Ref. Number: P95000056001

We have received your document for KOMANDO AUDLIN TECHNOLOGICAL INNOVATIONS, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

I attempted to contact you by phone several times concerning this matter and none of my calls was ever returned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 596A00048730



**DAVID J. AUDLIN, JR.**

ATTORNEY AT LAW

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Eaton Street Professional Center, 524 Eaton Street, Suite 110, #113-#114, Key West, Florida 33040, (305) 294-3002

October 28, 1996

Ms. Velma Shepard  
Corporate Specialist  
Florida Department of State, Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Restated Articles of Incorporation

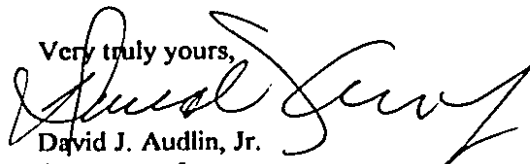
Dear Ms. Shepard:

Enclosed please find the Restated Articles of Incorporation for Komando Audlin Technological Innovations, which I have amended to show that I signed it in my capacity as president and chairman of the corporation.

Also please note that as a result of the restatement of the Articles, the corporation will be named "David J. Audlin, Jr., Attorney at Law, P.A."

If you have any questions, please call me at (305) 294-3002. Thank you for your kind assistance.

Very truly yours,



David J. Audlin, Jr.  
Attorney at Law



## **RESTATED ARTICLES OF INCORPORATION WITH AMENDMENTS TO ARTICLES**

The sole shareholder of Komando Audlin Technological Innovations, Inc., a Florida Corporation (P95000056001), who is licensed to practice law in the state of Florida, with the intention of restructuring said corporation into a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act does hereby restate the articles of incorporation for said corporation with amendments, as follows:

### **Article One**

The name of the corporation is David J. Audlin, Jr., Attorney at Law, P.A.

### **Article Two**

The duration of the corporation is perpetual.

### **Article Three**

The address of the corporation's principal office is 524 Eaton Street, Suite 110, #113-114, Key West, Monroe County, Florida, and the name of its registered agent at that address is David J. Audlin, Jr.

### **Article Four**

The purpose of the corporation is to practice the profession of law. The sole and exclusive professional service to be rendered by the corporation is law.

### **Article Five**

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and all issued shares shall be held of record by not more than ten persons. Shares will be issued and transferred only to:

1. natural persons

2. estates, or

3. A trust described in 26 U.S.C. Section 1371 defining a qualified "small business corporation".

In addition, no shares shall be issued to or transferred to a nonresident alien. Such shares shall be without par value.

### **Article Six**

The corporation shall have no board of directors, and all of the corporate powers, shall be exercised by, and the business and affairs of the corporation shall be managed by and under the direction of the shareholders.

FILED  
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TALLAHASSEE, FLORIDA

#### Article Seven

The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote all the shares of the corporation then issued and outstanding, shall constitute a quorum for the transaction of business.

#### Article Eight

The affirmative vote of all of the outstanding shares of the corporation shall be the act of the stockholders.

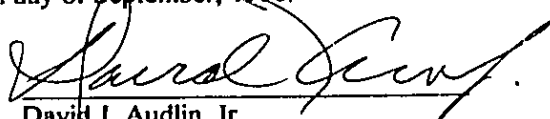
#### Article Nine

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement among the holders of such shares.

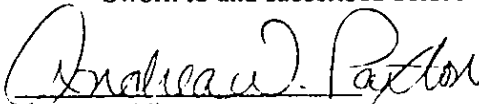
#### Article Ten

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

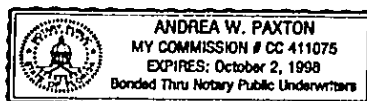
Executed by the undersigned sole shareholder of the corporation at Key West, County of Monroe, State of Florida, on this nineteenth day of September, 1996.

  
David J. Audlin, Jr.  
PRESIDENT AND CHAIRMAN

Sworn to and subscribed before me this nineteenth day of September, 1996.

  
Notary Public

My commission expires: \_\_\_\_\_

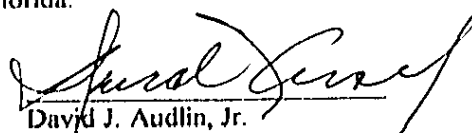


CERTIFICATE PURSUANT TO SECTION 607.1007(4), FLA. STATS.

Pursuant to Section 607.1007(4), Florida Statutes, it is hereby certified as follows:

The attached restatement of the articles of incorporation of Komando Audlin Technological Innovations, Inc., a Florida Corporation, has been approved and ratified by the sole shareholder of said corporation, which is sufficient for approval pursuant to Section 607.1006, Florida Statutes.

IN WITNESS WHEREOF I have hereunto set my hand on this nineteenth day of September, 1996, at Key West, Monroe County, Florida.

  
David J. Audlin, Jr.  
PRESIDENT AND CHAIRMAN