

FROM:

A TO Z SOFTWARE

DISCOUNTERS

937 INTERSTATE

FLORIDA

400001558964

-08/15/95--01032--007

\*\*\*\*\*50.00 \*\*\*\*\*50.00

OFFICE USE ONLY

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 AUG 22 PM 3:46

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #) 100001569371  
-08/25/95--01015--015
4. \_\_\_\_\_  
(Corporation Name) (Document #) \*\*\*\*\*22.50 \*\*\*\*\*72.50

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

70.00 F.F.  
2.50 C.C.

AL 8/22/95

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

August 16, 1995

**TERESA KAY CORKILL**  
1937 INTERSTATE CIRCLE  
PENSACOLA, FL 32526

**SUBJECT: A TO Z SOFTWARE DISCOUNTERS INCORPORATED**  
Ref. Number: W95000016561

We have received your document for A TO Z SOFTWARE DISCOUNTERS INCORPORATED and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent	
Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

850  
\$72.50  
122.50

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6928.

Agnes Lunt

**CERTIFICATE OF INCORPORATION**  
**OF**  
**A TO Z SOFTWARE DISCOUNTERS Incorporated**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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The undersigned incorporators, being two in number, hereby associate themselves together for the purpose of forming a corporate under the Florida General Corporation Act. hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the Corporation shall be A TO Z SOFTWARE Discounters Incorporated.

The principal place of business of this Corporation shall be: 1937 Interstate Circle, Pensacola, Florida 32526.

**ARTICLE II**  
**NATURE OF BUSINESS**

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation. The general nature of the business to be transacted is as follows:

To buy, sell, lease, trade, improve, repair and generally deal in and with computers, computer software, computer accessories and improvements thereto.

To acquire, and pay for in cash, stock, bonds, of this Corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or Corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of the corporate rights, privileges, or franchise or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange; debentures and other obligations and evidence of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage,

pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or any other lawful objects.

In any manner to acquire, enjoy, utilize and dispose of patents, copyrights and trade marks and any licenses or other rights or interest therein and thereunder.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other Corporation or Corporations organized under the laws of this state or any other state or government, and while the owners of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own capital stock except surplus of its assets over its liabilities including capital; and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders' quorum or vote.

To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in the State of Florida and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto or necessary or incidental to the protection and benefit of this Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this Corporation, whether or not such business is similar in nature to the objects set forth in this Certificate of Incorporation or any amendment thereto, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers, and shall be in addition to those powers granted by statute; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation or the nature of business or business to be

transacted or engaged in by said Corporation, but shall be in addition to the business or businesses authorized to be conducted by Corporations under the Laws of the State of Florida.

### ARTICLE III NATURE OF STOCK

The total number of shares of stock that this Corporation is authorized to have outstanding at any time shall be 150,000 shares at \$1.00 each, it being hereby stipulated that the total authorized capital stock of said Corporation will be \$150,000.00, divided into 150,000 shares of \$1.00 each, all of which shall be outstanding at any time, when lawfully issued.

The amount of capital stock with which this corporation will begin business is hereby fixed at \$50,000.00.

### ARTICLE IV TERM OF EXISTENCE

That this Corporation shall exist perpetually and the existence shall cease only upon its lawful dissolution.

### ARTICLE V OFFICERS/DIRECTORS

The number of Directors of said Corporation is hereby fixed at not less than two or more than seven, the number to be chosen for any given year to be determined by the stockholders at the annual meeting for the election of Directors; provided that until the number of members of the Board of Directors shall be otherwise changed, such Board shall consist of two members.

The names and post office addresses of the officers and the members of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, the by-laws if this Corporation, and the Laws of the State of Florida, shall hold office for the first year of existence of the Corporation, and until their successors are elected and have qualified, are as follows:

#### PRESIDENT

Teresa Kay Corkill, whose post office address is:

1937 Interstate Circle, Pensacola, Florida 32526

**VICE PRESIDENT**

Patrick William Corkill, whose post office address is:  
1937 Interstate Circle, Pensacola, Florida 32526

**ARTICLE VI**  
**INCORPORATORS**

The names and post office addresses of each of the subscribers to this Certificate of Incorporation, and the number of shares of stock which they respectively agree to take and pay for, are as follows:

Teresa Kay Corkill, whose post office address is 1937 Interstate Circle, Pensacola, Florida 32526 agrees to take and pay for 25,001 shares of stock.

Patrick William Corkill, whose post office address is 1937 Interstate Circle, Pensacola, Florida 32526 agrees to take and pay for 24,999 shares of stock.

The whole or any part of the capital stock of the Corporation (including that subscribed herein) may be paid for in money, or in property, labor, services, or real estate having a value, in the judgment of the Board of Directors, equivalent to the full par value of the shares of stock to be issued therefor.

The Board of Directors is hereby authorized to issue and hold all or any part of the shares of the capital stock of the Corporation (including that herein subscribed) as partly paid.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals to this Certificate of Incorporation, as subscribers as aforesaid, on this 25th day of July, 1995, and made and executed this Certificate of Incorporation at Pensacola, Florida for the uses and purposes aforesaid.

Signed and sealed in the presence of:

Patricia Ann Holt  
Patricia Ann Holt

Notary Public

My Commission Expires:  
Notary Public, State of Florida at Large

~~My Commission Expires Nov 16, 1995~~

Bonded thru Huckleberry & Associates

Witnesses as to Teresa and Patrick Corkill

Gary Holt  
Gary Holt

Barbara Holt  
Barbara Holt

Teresa Kay Corkill  
TERESA KAY CORKILL

Patrick William Corkill  
PATRICK WILLIAM CORKILL

**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT/REGISTERED OFFICE**

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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: **A to Z Software Counters Incorporated.**

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

Patrick W. Corkill  
1937 Interstate Circle  
Pensacola, FL 32526

Signature Patrick W. Corkill  
(Corporate Officer)

Title: President  
Date: 19 Aug. 1995

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 I 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 Patrick W. Corkill  
(Registered Agent)

Date: 19 Aug. 1995