

P9600 0012887

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

W96-3069
PH 2/12/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	11/00		
TIME	2/9/96		CK No. _____
BY	DD		

WALK-IN
Will Pick Up _____

RE: Computer Services Etc./Inc

	96 FEB -9	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S.	500001711355	
Fictitious Name File	-02709/96-01053-005	
	****131.25****131.25	
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 9, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: COMPUTER SERVICES ETC., INC.
Ref. Number: W96000003069

RECEIVED
96 FEB -3 11 3 53
TALLAHASSEE, FL

We have received your document for COMPUTER SERVICES ETC., INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 096A00005840

*Corrected
Thank-you, Pam*

ARTICLES OF INCORPORATION
of
COMPUTER SERVICES ETC., INC.

FILED
96 FEB -9 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. CORPORATE NAME.

The name of this Corporation is:

COMPUTER SERVICES ETC., INC.
c/o Mark A. Grassl
6201 Hillside Ave. N.
Seminole, FL 34642

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is seven thousand (7,000) shares of common stock with no par value. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the Stockholders. Cumulative voting for Officers or Directors of the Corporation is specifically disallowed by these Articles of Incorporation.

It is the intention of the Corporation that all shares of stock of the Corporation shall conform to Section 1244 of the Internal Revenue Service Code. Such actions as are necessary will be taken by the appropriate Officers to accomplish this compliance.

It is further declared to be the intention of the Corporation to elect to be taxed as a partnership under the Internal Revenue Service Code provisions for corporate election of Sub-Chapter "S" treatment in any year in which it is economically beneficial to the Corporation.

ARTICLE IV. STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL.

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of stock of the Corporation without first offering such shares for sale to the Corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder; shall be sent by registered or certified mail to the Corporation at its principal place of business; and shall remain open for acceptance by the Corporation for a period of thirty (30) days from the date of mailing. If the Corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the Corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of

each Stockholder.

The Corporation shall have the right to further restrict transfers of shares of stock of the Corporation by entering into a Stock Purchase Agreement with the Stockholders. Any such Agreement, to be effective, must be signed by all of the Stockholders of the Corporation, and must also be signed by all of the Directors of the Corporation.

Each share of stock certificate issued by the Corporation shall have printed or stamped thereon the following legend:

"These shares of stock are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the Corporation. A copy of such Articles is on file at the principal office of the Corporation."

"Additional transfer restrictions may be imposed by a Stock Purchase Agreement between the Corporation and the Stockholders. A copy of such Agreement, if any, shall be on file at the principal office of the Corporation."

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

A. EDWARD OVERTON, ESQUIRE
10863 Ulmerton Road
Security Plaza
Largo, FL 34648

The initial ^{Principal} ~~Registered~~ Office of this Corporation in the State of Florida shall be:

c/o MARK A. GRASSL
6201 HILLSIDE AVE N.
SEMINOLE, FL 34642

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders, but shall never be less than one. New Directors may be added to the Board of Directors by approval of a simple majority of the Stockholders. The maximum number of Directors that may serve on the Board of Directors at one time shall be set at five Directors.

ARTICLE VIII. INITIAL DIRECTOR(S).

The name(s) of the initial Director(s) of this Corporation and their

street addresses is:

MARK A. GLASSL
6201 HILLSIDE AVE N.
SEMINOLE, FL 34642

ARTICLE IX. RIGHTS OF INITIAL DIRECTORS.

The initial Director shall have the right to be a Director of the Corporation provided that the respective Director is a Stockholder of the Corporation owning at least forty-nine percent (49%) of the outstanding stock of the Corporation.

By acquiring stock in this Corporation, each Stockholder agrees to abide by this right and to elect the initial Director named in these Articles of Incorporation to the office of Director as long as that Director is a Stockholder of the Corporation, and that the restrictions concerning minimum ownership of stock as set out in the preceding paragraph are complied with by that Director.

This Article may not be amended in any way without the written consent of each of the initial Directors as long as he is still a Stockholder of the Corporation at the time of any such amendment.

ARTICLE X. INCORPORATOR.

The name and street address of the person or corporation signing these

Articles of Incorporation as the Incorporator is:

A. EDWARD OVERTON, ESQUIRE
10863 Ulmorton Road
Security Plaza
Largo, FL 34648-1794
(813) 585-8006

ARTICLE XI. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII. BYLAWS.

The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Stockholders.

ARTICLE XIII. INDEMNIFICATION.

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

FILED

IN WITNESS WHEREOF, the undersigned, as Incorporator, has hereunto set
the foregoing Articles of Incorporation on the 1 day of February, 1996.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Edward Overton
A. EDWARD OVERTON, ESQUIRE
INCORPORATOR

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

A. EDWARD OVERTON, ESQUIRE, having a business office identical
with the registered office of the Incorporator named above, and having
been designated as the Registered Agent in the above and foregoing
Articles, is familiar with and accepts the obligations or the position
of Registered Agent under Section 607.0505, Florida Statutes.

A. Edward Overton
A. EDWARD OVERTON, ESQUIRE
REGISTERED AGENT

P96000012887

FILED
96 DEC 16 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Requestor's Name	
Address	
City/State/Zip	Phone #
Office Use Only	

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

1. _____ (Corporation Name) _____ (Document #)
B00002030396--6
2. _____ (Corporation Name) _____ (Document #)
-1271796--01056--007
*****35.00 *****35.00



OVERTON & ASSOCIATES, P.A.
A. EDWARD OVERTON, ESQ.
ATTORNEY AT LAW
(813) 585-8006

ENCLOSURE FOR YOUR INFORMATION

Re: Computer Services, Inc.
The following is enclosed:

Statement of charge of
registered office for registered
agent or both for corporations
I check in the amount of
\$35.00

to: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Date: 12-13-96

THIS INFORMATION IS:

- ☐ PURSUANT TO YOUR REQUEST
- ☐ PER OUR CONVERSATION
- ☐ JUST TO KEEP YOU INFORMED
OF THE PROGRESS OF THIS
MATTER. FOR YOUR RECORDS.

RA Chg.

VS DEC 27 1996

10863 Ulmerton Road, Security Plaza, Suites F G & H. Largo. Florida 34648-1794

Florida Department of State, Sandra E. Morham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: COMPUTER SERVICES ETC., INC.

1b. The mailing address of the corporation is: 10212 114th Terrace North,
Largo, FL 33773

1c. Date of incorporation: 2/9/96 Document number: P96000012887

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

A. Edward Overton
10863 Ulmerton Road, Security Plaza, Suites F-H
Largo, FL 33778

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Mark Grass
10212 114th Terr N
Largo, FL, 33773

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

X Mark Grass
(Signature of an officer, chairman or
vice chairman of the board)

10-21-96
(Date)

Mark Grass, President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

X Mark Grass
(Signature of Registered Agent)

X 10-28-96
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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