

P16000025576

TRANSMITTAL LETTER  
FILING ARTICLES OF INCORPORATION

13 March 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6237  
Tallahassee, Florida 32314

400001749344  
-03/19/96--01085--011  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Please find enclosed an original and two copies of Articles of Incorporation (which includes designation and acceptance of registered agent for service of process) for filing.

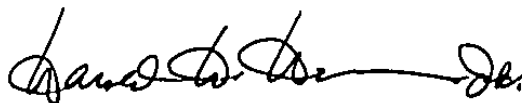
Also enclosed is a check in the amount of \$122.50 to cover the filing fees and other costs associated with this request.

Please return one or more of the certified copies of the Articles of Incorporation to:

SAFE HARBOR FINANCIAL SERVICES  
29656 U.S. Highway 19 North  
Tropicana Industrial Park Suite #200  
Clearwater, Florida 34621

Thank you for your assistance in this matter.

Sincerely,



Harold H. Hammer, Jr., General Agent  
29656 U.S. Highway 19 North  
Tropicana Industrial Park Suite #200  
Clearwater, Florida 34621  
PHONE: (813) 781-6600 or (813) 781-5000  
FAX: (813) 781-6900

FILED  
96 MAR 18 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures

T. BROWN MAR 22 1996

**ARTICLES OF INCORPORATION**  
**OF**  
**BAYSOFT INTERNATIONAL, INC.**

FILED  
96 MAR 18 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE**

The name of the corporation is:

**BAYSOFT INTERNATIONAL, INC.**

**ARTICLE TWO**

The period of its duration is perpetual.

**ARTICLE THREE**

The purpose for which the corporation is organized is for the research, development, and operation of business support and administrative services facilities, as well as for the transaction of any or all lawful business activities, for which an entity may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

The aggregate number of shares which the corporation shall have authority to issue is One Hundred Thousand (100,000) shares of the common stock of the Corporation, having a par value of (\$0.01) U.S. Dollars, each.

**ARTICLE FIVE**

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100,000.00 consisting of money, labor done or tangible, intangible, or intellectual property actually received.

**ARTICLE SIX**

The street address of the initial PRINCIPAL CORPORATE OFFICE is:

443 East Shore Drive  
Suite #6  
Clearwater, Florida 34630

The street address of its initial REGISTERED AGENT is:

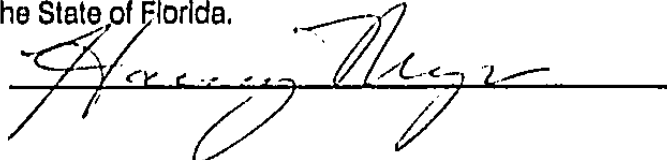
443 East Shore Drive  
Suite #6  
Clearwater, Florida 34630

and the name of its initial registered agent at such an address is:

**Harvey Myers**

The named registered agent, Harvey Myers, hereby acknowledges that he accepts the appointment as registered agent of BAYSOFT INTERNATIONAL, INC., and will discharge the duties required of a registered agent in the State of Florida.

(Signed)



**ARTICLE SEVEN**

The number of directors constituting the initial board of directors is Four (4), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

**Name and Mailing address**

Harvey Myers  
443 East Shore Drive  
Suite #6  
Clearwater, Florida 34630

Prodromos Bangos  
108 Comet Avenue, North  
Clearwater, Florida 34625

J. Steven Furniss  
730 Bay Esplanade  
Clearwater, Florida 34630

John H. Beauchamp  
201 S. Jupiter  
Clearwater, Florida 34615

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE  
Name and Mailing address

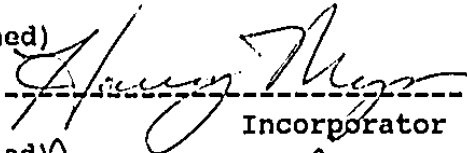
Harvey Myers  
443 East Shore Drive  
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108 Comet Avenue, North  
Clearwater, Florida 34625

J. Steven Furniss  
730 Bay Esplanade  
Clearwater, Florida 34630

John H. Beauchamp  
201 S. Jupiter  
Clearwater, Florida 34615

(signed)

  
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Incorporator

(signed)

  
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Incorporator

(signed)

  
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Incorporator

(signed)

  
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Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.