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TALLAHASSEE, FL 32301
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904 222-0191 FAX

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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

P960003468

ACCOUNT NO. : 072100000032

REFERENCE : 924628 4323655

AUTHORIZATION :

COST LIMIT : * 78.75

ORDER DATE : April 19, 1996

ORDER TIME : 9:35 AM

ORDER NO. : 924628

CUSTOMER NO: 4323655

CUSTOMER: Katherine Russell, Legal Asst
ANNIS MITCHELL COCKEY EDWARDS
& ROEHN, P.A.
P. O. Box 3433

Tampa, FL 33601

500001786935

DOMESTIC FILING

NAME: ADVANCED INVESTMENT TECHNOLOGY
INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

[Handwritten Signature]

ARTICLES OF INCORPORATION
OF
ADVANCED INVESTMENT TECHNOLOGY, INC.

EFFECTIVE DATE
11/11/96

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of the Corporation is ADVANCED INVESTMENT TECHNOLOGY, INC. The mailing and street address of the Corporation is 311 Park Place Boulevard, Suite 330, Clearwater, Florida 34619.

ARTICLE II

Term of Existence

The existence of the Corporation shall commence on April 18, 1996, and shall thereafter be perpetual.

ARTICLE III

Purpose

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile

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thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation,

partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

The Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 201 N. Franklin Street, Suite 2100, Tampa, Florida 33602 and the name of its initial registered agent at such address is Joseph W.N. Rugg.

ARTICLE VII

Initial Board of Directors

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of the Corporation are:

<u>Name</u>	<u>Address</u>
Dean S. Barr	311 Park Place Boulevard Suite 330 Clearwater, Florida 34619

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Joseph W.N. Rugg	201 N. Franklin Street Suite 2100 Tampa, Florida 33602

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of the Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation, this 18th day of April, 1996.


JOSEPH W.N. RUGG

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, 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.


JOSEPH W.N. RUGG

Dated: April 18, 1996.

-0336528.01

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TALLAHASSEE, FLORIDA

ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHN

MICHAEL D. ANNIS
ENOLA T. BROWN
ELITA D. COBB
PRESTON O. COCKEY, JR.
JODI L. CORRIGAN
ROBERT M. DAISLEY
KIRK S. DAVIS
JERRY M. DUNN
KENNETH W. DUNN
GREGORY W. DUNN
JOSEPH L. EDWARDS
W. LUTHER EDWARDS
WILLIAM R. EDWARDS
DAVID A. GOLDBERG
D. L. KWOOD GRAY
CHRISTOPHER L. HUNT
MERCEDIS GONZALEZ
MARK A. HOWARD
MICHAEL R. HUBBICK
BARBARA HARDY HUNT
LAWRENCE P. INGRAM
GARY W. JOHNSON

PROFESSIONAL ASSOCIATION

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POST OFFICE BOX 3433
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MARGARET L. VON HARTDT PARTNER
D-10718 BERLIN
GERMANY
OIL-49-30-885-7710
FAX OIL-49-30-885-1308

ELIZABETH V. KELLEY
STEPHEN L. KUBNER
DAVID L. LAPIDE
THOMAS M. LITTLE
W. EDWIN LITTON, II
ROBERT D. MCLEAN
MARTIN PORTER MATHIASON
STEPHEN J. MITCHELL
BRYAN A. MURPHY
LEE NELSON
CLAYTON H. PRITCHARD, JR.
JOHN R. RAINB, III
BRIAN P. REESE, II
FREDERICK WIDLEY
ROBERT L. ROCKE
THOMAS J. ROEHN
JOSEPH W. RUDD
STEVEN M. SAMAH
OLIN G. SHIVERS
DEBRA K. SMITANSKI
GLENN T. SUNDIN
STEPHEN J. SZABO, III
JOSEPH N. TUCKER
RANDOLPH J. WOLFE

FREDERICK B. KARL
OF COUNSEL

May 30, 1996

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500001847865
-06/03/96--01038--003
*****43.75 *****43.75

Re: Advanced Investment Technology, Inc.
Our File No.: 5131-003

Dear Madam or Sir:

Enclosed are an original and one copy of the Articles of Amendment for the above-captioned corporation and a check in the amount of \$43.75 to cover the cost of filing.

Please file the Articles of Amendment, place your "Filed" stamp on the enclosed copy thereof and issue a Certificate of Status. Please return the evidence of the filing to the undersigned in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to call.

Sincerely,

Katherine Russell

Katherine Russell
Legal Assistant

KLR:gh
Enclosures

5131-003-0344313.WP

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAY 31 11:10 AM '96

APPROVED
AND
FILED

OK
P96000034268
Amend
*Certificate
5-31-96

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ADVANCED INVESTMENT TECHNOLOGY, INC.**

ADVANCED INVESTMENT TECHNOLOGY, INC., a Florida corporation, organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to written action of the sole Director of the Corporation, in lieu of a special meeting, the following resolution was adopted on May 8th, 1996, amending the Articles of Incorporation pursuant to Section 607.1006(1)(e), Florida Statutes, without the necessity of shareholder approval pursuant to Section 607.1005, Florida Statutes:

RESOLVED, that Article V of the Articles of Incorporation filed with the Secretary of State of Florida be amended, as hereinafter set forth:

"ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue one million (1,000,000) shares of .01 par value common stock, which shall be designated Common Shares.

WHEREUPON, the undersigned being the sole Director of the Corporation hereby executes this Article of Amendment this 8th day of May, 1996, so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.



Dean S. Barr, Director

5131-001-0341331.02

SECRETARY OF STATE
FLORIDA
JAN 11 1997

APPROVED
AND
FILED