MARY JO CARNEY ALAN M. GROSS GEORGE L. HAYED, III JOHN CURTIS HUCKS STEWAILT O, OLSON JAMES N. POWELL DON DOUGLAB RAMBAY MURRAY B. BILVERGTEIN

ATTORNEYS AT LAW DARNETT TOWER ONE PROGRESS PLAZA, SUITE 1210 BT. PETERBOURG, FLORIDA 33701

TELEPHONE (013) 000.0011

MAILING ADDRESS POST OFFICE BOX 1000 ST. PETERBBURG, FLORIDA 33731-1080

FACSIMILE (013) 000-0014

July 16, 1996

\*\*\*\*122,50 \*\*\*\*122,50

Florida Department of State DIVISION OF CORPORATIONS Post Office Box 6327 Tallahassee, Florida 32314

Re:

Wilson/Sikes Software Development Company

TO WIIOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$52.50 and cost for designation of registered agent in the amount of \$35.00.

If the Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, HAYES & SILVERSTÉ

JNP/lj

Finclosures: a/s PSI/SIKES/SIKES.006(1)

FILED

96 JUL 18 AH 8: 25

TALLAHASSEE, FLORID

#### ARTICLES OF INCORPORATION

OF

### WILSON/SIKES SOFTWARE DEVELOPMENT COMPANY

EFFECTIVE DATE

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Plorida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

### ARTICLE I Name and Address

The name of the Corporation shall be WILSON/SIKES SOFTWARE DEVELOP-MENT COMPANY and its mailing address is 150 West Oakdale Avenue, Crestview, Florida 32536.

## ARTICLE II Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

### ARTICLE III Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on July 15, 1996, the date of execution and acknowledgment of these Articles of Incorporation, provided that these Articles of Incorporation are filed with the State of Florida Department of State within five (5) business days of such uate. Otherwise, corporate existence shall commence on the date of filing of these Articles of Incorporation.

### ARTICLE IV Capital Stock

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$1,00 per share.

# ARTICLE V Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

Name Address

Stanley B. Sikes 150 West Oakdale Avenue

Crestview, FL 32536

Norville E. Wilson 150 West Oakdale Avenue Crestview, FL 32536

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

#### ARTICLE VI Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws

adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

#### ARTICLE VII Amendments

These Articles of Incorporation may be amended as set forth in the Plorida Statutes, as amended from time to time.

### ARTICLE VIII Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be Barnett Tower, Suite 1210, One Progress Plaza, St. Petersburg, Florida 33701.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be IAMES N. POWELL.

#### ARTICLE IX Incorporator

The name and address of the incorporator is:

Name

Address

James N. Powell

Barnett Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Plorida, the undersigned executed these Articles of Incorporation on this 15th day of July, 1996.

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15th day of July, 1996, by JAMES N. POWELL, who so is personally known to me or to has produced \_\_\_\_\_\_ as identification and who to did to did not take an oath.

Linda C. Johnson, Notary Public

My Commission Expires:

OFFICIAL NOTARY BEAL
LIPIDA C JOHNBON
C COMMISSION HUMBER
C CC522488
MY COMMISSION EXPRIES
JAN, 21,2000

**ACCEPTANCE** 

I hereby accept to act as initial Registered Agent for WILSON/SIKES SOFTWARE DEVELOPMENT COMPANY, as stated in these Articles of Incorporation.

James N Powell

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(SEAL)