

P. 96000062943

BUSH ROSS GARDNER WARREN & RUDY, P.A.

ATTORNEYS AT LAW

220 SOUTH FRANKLIN STREET  
TAMPA, FLORIDA 33602

(813) 224-0266

TELECOPIER (813) 223-0620

MAHLON H. BARLOW, III  
JOHN R. BUSH  
JAMES O. DAVIS, III  
SAMUEL S. DOLCIMASCOLO  
PATRICIA LABARTA DOUGLAS  
LEE S. DYER\*  
RICHARD K. FUEYO  
J. STEPHEN GARDNER  
JOHN N. GIORDANO  
JEFFREY P. GREENBERG  
RICHARD S. HADLOW  
LISA A. HOPPE  
PAUL L. HUEY

\*Admitted only in Tennessee

DAVID M. JEFFRIES  
CHRISTINE M. POLANS  
ALEXANDRA M. RENARD  
JEREMY P. ROSS  
JOHN F. RUDY, II  
EDWARD O. SAVITZ  
ALICIA J. SCHUMACHER  
DANIEL H. SHERMAN, IV  
NEAL A. SIVYER  
H. BRADLEY STAGGS  
RANDY K. STERN  
JEFFREY W. WARREN  
PAUL D. WATSON  
DAVID B. WILLIAMS

July 24, 1996

Via Federal Express

Corporate Records Bureau  
Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: APPLETWARE, INC.

7000001504477  
-07/25/96--01076--004  
\*\*\*122.50 \*\*\*122.50

Dear Madam or Sir:

On behalf of our captioned client, enclosed are an original and one copy of its Articles of Incorporation, together with a check in the amount of \$122.50 in payment of the following charges:

1.	Filing Fee for Articles of Incorporation	\$35.00
2.	Certified copy of Articles of Incorporation	52.50
3.	Registered Agent Fee	35.00
		\$122.50

Please file the original Articles of Incorporation and the certificate designating Registered Agent and return to me a certified copy of the Articles as filed. Thank you for your help in this matter. If you have any questions, please call me directly.

Yours truly,

*Richard K. Fueyo*

Richard K. Fueyo

RKF/src  
Enclosures  
cc: Steven Ashe  
102713.01

SN JUL 29 1996

July 23, 1996

ARTICLES OF INCORPORATION  
OF  
APPLETWARE, INC.

FILED  
20 JUL 25 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**Corporate Name and Principal Office**

The name of this corporation is APPLETWARE, INC. and its principal office and mailing address is 2309 Belle Chase Circle, Tampa, Florida 33634-6293.

**ARTICLE II**

**Commencement of Corporate Existence**

The corporation shall come into existence on July 23, 1996.

**ARTICLE III**

**General Nature of Business**

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

#### ARTICLE IV

##### Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

#### ARTICLE V

##### Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is Richard K. Fueyo.

#### ARTICLE VI

##### Incorporator

The name and address of the corporation's incorporator is:

Name

Address

Stephanie R. Conn

220 South Franklin Street  
Tampa, Florida 33602

## ARTICLE VII

### By-Laws

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

## ARTICLE VIII

### Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 24th day of July, 1996.

  
Stephanie R. Conn

102713.01

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, APPLEWARE, INC., desiring to organize under the laws of the State of Florida, hereby designates Richard K. Fueyo, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

**APPLEWARE, INC.**

By Stephanie R. Conn  
Stephanie R. Conn, Incorporator

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

Richard K. Fueyo  
Richard K. Fueyo

102713.01

FILED  
96 JUL 25 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000062943

**BUSH ROSS GARDNER WARREN & RUDY, P.A.**

**ATTORNEYS AT LAW**

230 SOUTH FRANKLIN STREET  
TAMPA, FLORIDA 33602

(813) 224-8255

TELECOPIER (813) 223-8620

MAHLON H. BARLOW, III  
JOHN R. BUSH  
MINDY L. CARREJA  
SAMUEL B. DOLCIMASCOLO  
PATRICIA LABARTA DOUGLAS  
RICHARD K. FUEYO  
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H. BRADLEY STAGGS  
RANDY K. STERN  
JEFFREY W. WARREN  
PAUL D. WATSON  
DAVID B. WILLIAMS

May 15, 1997

Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Appletware, Inc.  
Our File: APPL-0

100002183021--0  
-05/19/97--01104--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

On behalf of our captioned client, I am forwarding an original and one copy of its Articles of Amendment to the Articles of Incorporation, together with our firm check in the amount of \$35.00 for the filing fee.

I would appreciate having you file the original and provide me with a stamped copy of the Amendment as filed. I have enclosed a stamped, self-addressed envelope for your convenience.

Sincerely yours,

  
David M. Jeffries

DMJ:kld  
Enclosures  
0123634.01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 MAY 19 AM 10:52

FILED

SH 5/27  
Amend.

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
APPLETWARE, INC.

\*\*\*\*\*

AppletWare, Inc., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article IV in its entirety and by substituting, in lieu thereof, the following:

**"Article IV  
Capital Stock**

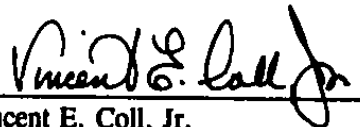
The aggregate number of shares of stock authorized to be issued by this corporation shall be 2,000,000 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholders meeting, to cast one vote on each matter with respect to which shareholders have the rights to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of §§607.0821, .0704, and .1003, Florida Statutes, by a majority of the shareholders and directors having executed a written statement, dated May 6, 1997 manifesting their intentions that the amendment be adopted; and the number of votes cast for the amendment by the shareholders was sufficient for approval.

In witness whereof, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 10 day of May, 1997.

APPLETWARE, INC.

  
\_\_\_\_\_  
Vincent E. Coll, Jr.  
President

FILED  
97 MAY 19 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA