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PRENICE HALL LEGISLA DISCOUNT NO. : 072100000032

REFERENCE: 097971 162199A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: September 25, 1996

ORDER TIME : 11:05 AM

ORDER NO. : 097971

CUSTOMER NO: 162199A

CUSTOMER: Rick M. Morse, Cpa

RICK M. MORSE, CPA, P.A.

Suite 204

7800 N. University Drive

Tamarac, FL 33321

DOMESTIC FILING

NAME: BAGG ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION OF CORPORATIONS

96 SEP 25 PH 2: 08

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SECTION OF COMPANY SECTION OF CO

DIVISION OF STATE OF CORPORATIONS

96 SEP 25 PM 2: 08

8939 NW 1ST STREET CORAL SPRINGS, FLORIDA 33071

SEPTEMBER 18, 1996

SECRETARY OF STATE CORPORATION DIVISION THE CAPITOL TALLAHASSEE, FLORIDA 32301

Re: Articles of Incorporation

Dear Sirs,

Enclosed you will find my check in the amount of \$122.50 which pays the filing fee, Resident agent fee, and certified copy of the Articles of Incorporation included herein.

Thank you for your consideration in this matter, and if you have any questions, please contact me immediately.

Very truly yours,

HOWARD R. BAGG

Director

96 SEP 25 PH 2: 08

ARTICLES OF INCORPORATION

OF

BAGG ASSOCIATES, INC.

ARTICLE I

NAME

The name of this Corporation shall be :

BAGG ASSOCIATES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of COMPUTER SOFTWARE and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of \$1 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is:

8939 NW 1ST STREET CORAL SPRINGS, FLORIDA 33071

and the name of the initial registered agent of this corporation at the above address is:

HOWARD R. BAGG

ARTICLE V DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

HOWARD R. BAGG 8939 NW 1ST STREET CORAL SPRINGS, FLORIDA 33071

ARTICLE VI

INCORPORATOR

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

HOWARD R. BAGG 8939 NW 1ST STREET CORAL SPRINGS, FLORIDA 33071

ARTICLE VII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

IND: MNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19 day of Leaber

1996

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this \(\) DAY of \(\) 1996
HOWARD R. BAGG appeared before me the undersigned authority,
to me well known and known to me to be the individual
described in and who executed the foregoing Articles of
Incorporation, and acknowledged before me that he executed
the same, freely and voluntarily for the purpose therein
expressed.

lotary Public

ss: My Commission Expires: ///8/9C

Notary 10# 621315

SECRETARY OF STATE DIVISION OF CORPORATIONS

96 SEP 25 PH 2: 08

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED;

BAGG ASSOCIATES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL SPRINGS, FLORIDA HAS NAMED HOWARD R. BAGG LOCATED AT 8939 NW 1ST STREET, CORAL SPRINGS, FLORIDA 33071 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

CORPORATE OFFICER

TITLE

regident

DATE

9/19/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE

DATE

9/19/96