

P97000005762



ACCOUNT NO. : 072100000032

REFERENCE : 212073 94975A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : January 6, 1997

ORDER TIME : 4:11 PM

ORDER NO. : 212073-005

CUSTOMER NO: 94975A

CUSTOMER: Karen A. Larson, Esq  
KAREN A. LARSON, P.A.

P. O. Box 288

Marco Island, FL 33969

500002047775--3

FILED  
97 JAN -7 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: BLACK FOREST SOFTWARE, 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: W. Charles Earnest

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
97 JAN -7 AM 8:42  
DIVISION OF CORPORATION

W97-368  
KR 1.7.97  
1.21.97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 7, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: BLACK FOREST SOFTWARE, INC.  
Ref. Number: W97000000368

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for BLACK FOREST SOFTWARE, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 897A00000749

RECEIVED  
97 JAN 21 PM 6:29  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**  
**OF**  
**BLACK FOREST SOFTWARE, INC.**

97 JAN -7 PM 2:42  
FILED  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be: BLACK FOREST SOFTWARE, INC.

The principal place of business of this corporation shall be 202 Johnny Cake Drive,  
Naples, Florida 34110.

**ARTICLE II**

**NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation, including development of computer software.

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

One Hundred Shares (100) at One Dollar, (\$1.00)  
par value.

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE V**

##### **OFFICERS/DIRECTORS**

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

President: Donell Quinitchette  
202 Johnny Cake Drive, Naples, FL 34110

Vice President:

Secretary:

Treasurer:

#### **ARTICLE VI**

##### **INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Incorporator: Karen A. Larson  
993 North Collier Boulevard  
Marco Island, Florida 34146

#### **ARTICLE VII**

##### **PRE-EMPTIVE RIGHTS**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of  
Incorporation this 30 day of December, 1996.

Karen A. Larson  
KAREN A. LARSON

STATE OF FLORIDA  
COUNTY OF COLLIER

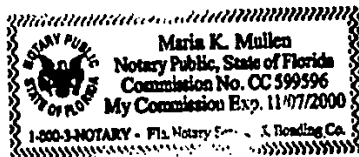
THE FOREGOING instrument was acknowledged and sworn to before me this \_\_\_\_ day  
of December, 1996, by KAREN A. LARSON, who is personally known to me or who has  
produced \_\_\_\_\_ as identification.

NOTARY PUBLIC (SEAL)

SIGN: \_\_\_\_\_

PRINT: \_\_\_\_\_

My Commission Expires:



**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BLACK FOREST SOFTWARE, INC.
2. The name and address of the registered agent and office is:

Karen A. Larson  
993 North Collier Boulevard  
Marco Island, Florida 34146

BY: *Karen A. Larson*  
KAREN A. LARSON

Title: INCORPORATOR

Date: 12/30/96

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

*Karen A. Larson*  
REGISTERED AGENT

12/30/96  
DATED

FILED  
97 JAN - 7 PM 2:42  
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TALLAHASSEE, FLORIDA