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REPLY TO:

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

January 16, 1997

RE: Incorporation - Sandkey Software, Inc.

700002064337--8  
-01/22/97--01073--016  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Registrar:

Enclosed in duplicate are Articles of incorporation regarding the above-named company. A preliminary search for the name indicated that there is no problem with using this name.

Also enclosed is my check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to me.

Thank you for your assistance.

Sincerely,

*Pamela Chesebrough*

Pamela Chesebrough *AF*  
Attorney-at-Law

FILED  
97 JAN 21 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TAL JAN 27 1997

# **ARTICLES OF INCORPORATION**

OF

**Sandkey Software, Inc.**

**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:**

**Sandkey Software, Inc.**

**The principal place of business of this corporation shall be:**

**143 Marina Del Rey Court  
Clearwater, Florida 34630**

## **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.**

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TALLAHASSEE, FLORIDA

### **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:**

**1,000,000 shares at \$1.00 each**

### **ARTICLE IV - TERM OF EXISTENCE**

**This corporation is to exist perpetually.**

### **ARTICLE V - OFFICERS AND DIRECTORS**

**The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:**

**John R. McFetridge  
143 Marina Del Rey Court  
Clearwater, Florida 34630**

### **ARTICLES VI - INCORPORATORS**

**The name and street address of the incorporator to these articles of incorporation is:**

**John R. McFetridge  
143 Marina Del Rey Court  
Clearwater, Florida 34630**

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of January, 1997.

Signature of Incorporator:

  
John R. McFedridge

State of Florida

City of Largo

The foregoing instrument was acknowledged before me this

16<sup>th</sup> day of January, 1997 by John R. McFedridge of

Sandkey Software, Inc. who is personally known to me or who has

produced a Florida Driver's License as identification and who

did take an oath.



  
Notary Public

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
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 and registered agent, in the State of Florida.

1. The name of the corporation is: Sandkey Software, Inc.
2. The name and address of the registered agent and office is:

John R. McFetridge  
143 Marina Del Rey Court  
Clearwater, Florida 34630

Signature: 

Title:

Date:

JAN 16, 1987, PRESIDENT.

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 of the Florida Statutes.

Signature 

(Registered Agent)

Date JAN 16, 1987

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TALLAHASSEE, FLORIDA