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ROBERT R. HAGAMAN & ASSOCIATES
TRIAL LAWYERS & COUNSELORS AT LAW

CHARTERED

PERSONAL INJURY & WRONGFUL DEATH CASES; CIVIL LITIGATION; COMMERCIAL; CONSTRUCTION; DIVORCE; CHILD CUSTODY
CASES; STATE AND FEDERAL CRIMINAL CASES; JUVENILE; DUI; CERTIFIED; ARBITRATOR; MEDIATOR CIVIL LITIGATION & FAMILY
LAW CASES; STATE OF FLORIDA; BOARD CERTIFIED IN CRIMINAL LAW; FLORIDA BAR; NATIONAL BOARD OF TRIAL ADVOCACY

THE COMMONS SUITE 201 720 GOODLETTE ROAD NORTH
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(941) 643-3370

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FEBRUARY 27, 1997

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*****78.75 *****78.75

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: WINDSOR SYSTEMS, INC.; ARTICLES OF INCORPORATION;
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE; CHECK

Dear Ladies & Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of
Designation of Registered Agent/Registered Office for WINDSOR SYSTEMS, INC. Also
enclosed is my check, number 6772, in the amount of \$78.75 representing the filing fee and fee
for the Certificate of Status.

For your convenience, I am enclosing a stamped self-addressed envelope for the return of the
Certificate of Status.

Very truly yours,

ROBERT R. HAGAMAN

ROBERT R. HAGAMAN
RRH/ks

enc: As Stated

FILED
97 MAR -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER MAR 6 1997

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Windsor Systems, Inc.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

Windsor Systems, Inc.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

(a) To provide products and services to improve productivity and effectiveness within organizations, and to purchase and hold real estate and leaseholds and other investments incidental and useful to the rendering of legal services.

(b) To acquire by purchase, lease or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenances, and to improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(c) To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishings, improvement, development or management of any property, real or personal, at any time, owned,

2 Articles of Incorporation of : Windsor Systems, Inc., a Florida Corporation

1 held or occupied by the corporation, and to invest, trade, and deal in any personal
2 property deemed beneficial to the corporation and to lease, rent, encumber or dispose
3 of any personal property at any time owned or held by the corporation.

4 (d) To contract debts and borrow money, issue and sell or pledge bonds,
5 debentures, notes and other evidences of indebtedness, and execute such mortgages,
6 transfers of corporate property, or other instruments to secure the payment of
7 corporate indebtedness as required.

8 (e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or
9 otherwise acquire or dispose of the shares of the capital stock of, or any bonds,
10 securities, or other evidences of indebtedness, created by any other corporation of the
11 State of Florida or any other state or government, and while owner of such stock to
12 exercise all the rights, powers and privileges of ownership including the right to vote
13 such stock.

14 (f) To purchase the corporate assets of any other corporation and engage in
15 the same or other character of business.

16 (g) To enter into, make, perform, and carry out contracts and agreements of
17 every kind, for any lawful purpose, without limit as to amount, with any person, firm,
18 association, or corporation; and to transact any further and other business
19 necessarily connected with the purposes of this corporation, or calculated to facilitate
20 the same.

21 (h) To carry on any or all of its operations and business, and to promote its
22 objects within the State of Florida or elsewhere, without restriction as to place or
23 amount; and to have, use, exercise and enjoy all of the general powers of like
24 corporations.

25 (i) To engage in any and all lawful businesses, trades, occupations and
26 professions.

27 (j) To do any or all of the things herein set forth to the same extent as
28 natural persons might or could do, and in any part of the world as principals, agents,
29 contractors, or otherwise, alone, or in company with others, and to do and perform
30 all such other things and acts as may be necessary, profitable, or expedient in carrying
31 on any of the businesses or acts named above.

32

1 The intention is that none of the objects and powers as hereinabove set forth,
2 except where otherwise specified in this article, shall be in any wise limited or
3 restricted by reference to or inference from the terms of any other objects, powers or
4 clauses of this article or any other articles, but that the objects and powers specified
5 in each of the clauses in this article shall be regarded as independent objects and
6 powers.

7 **ARTICLE III - SHARES**

8 The maximum number of shares of stock that this corporation is authorized to
9 have outstanding at any time is *FIVE THOUSAND (5,000) shares of common stock, each*
10 *with a par value of \$1.00.*

11 Authorized capital stock may be paid for in cash, services, or property, at a just
12 value to be fixed by the stockholders of this corporation at any regular or special
13 meeting.

14 **ARTICLE IV - TERM OF EXISTENCE**

15 This corporation shall have *perpetual existence.*

16 **ARTICLE V - PRINCIPAL OFFICE**

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

18 *720 North Goodlette Road, Suite 201, Naples, FL 34102.*

19 *Mailing address: PO Box 7639, Naples, FL 34101-7639.*

20 The stockholders may from time to time designate such other address and place for
21 the principal office of this corporation as they may see fit.

22 **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

23 This corporation shall have one director initially. The number of directors may
24 be either increased or diminished from time to time by the bylaws but shall never be
25 less than one. The name and address of the initial director of the corporation is:
26 *Robert R. Hagaman; 720 North Goodlette Road, Suite 201, Naples, FL 34102. Mailing*
27 *address: PO Box 7639, Naples, FL 34101-7639.*

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

Windsor Systems, Inc.

2. The name and address of the registered agent and office is:

**Robert R. Hagaman
720 North Goodlette Road, Suite 201
Naples, FL 34102**

*Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate. I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete
performance of my duties, and I am familiar with and accept the obligations of my
position as registered agent.*

ROBERT R. HAGAMAN

Robert R. Hagaman

2/26/97

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA