

# P97000040625

JENNIFER DORR RIVER HANCOCK  
Requestor's Name

2600 MICROSOFT ROAD # 1106  
Address

TALLAHASSEE FLORIDA 32305  
City/State/Zip      Phone #

600002168136--0  
-05/06/97--01114--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00  
Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

LAZARUS DataComm      600002168136--0  
1. LAZARUS DataComm Corporation      (Document #)  
2. \_\_\_\_\_  
3. \_\_\_\_\_  
4. \_\_\_\_\_

☒ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☒ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*10390*

RECEIVED  
97 MAY -5 PM 12:45  
DIVISION OF CORPORATION

DMC 5/6/97  
Examiner's initials BA 5/7/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 6, 1997

JEANNE M. RUSK-ANDERSON  
2600 MICCOSUKEE ROAD #1106  
TALLAHASSEE, FL 32308

SUBJECT: ALPHA OMEGA CORPORATION  
Ref. Number: W97000010390

We have received your document for ~~ALPHA OMEGA CORPORATION~~ and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6839.

Debbie Reagle

Letter Number: 597A00023806

If you have additional questions or need further assistance, please call the Division of Corporations at (904) 487-6839.

Debbie Reagle  
ANNUAL\_REPORTS SECTION

Letter number: 597A00023806

*Doris McDuffie*  
*(904) 487-6923*

FILED  
97 MAY -7 PM 1:34  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
of  
LAZARUS DATACOMM CORPORATION**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is Lazarus DataComm Corporation.

**ARTICLE II  
SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Brian Schaper  
1432 North Bronough Street  
Leon County  
Tallahassee, FL 32303

The principal address is the same as the registered office.

#### **ARTICLE IV PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

JeanneMarie Rusk-Anderson  
2600 Miccosukee Road #1106  
Tallahassee, FL 32308

Peter Todd Anderson  
2600 Miccosukee Road #1106  
Tallahassee, FL 32308

Brian Schaper  
1432 North Bronough Street  
Tallahassee, FL 32303

Martie Schaper  
1432 North Bronough Street  
Tallahassee, FL 32303

Joseph Hemingway  
123 White Drive D-3  
Tallahassee, Florida 32304

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

#### **ARTICLE VI LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or

unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE VII OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

### **Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

JeanneMarie Rusk-Anderson  
JeanneMarie Rusk-Anderson, Incorporator

2600 Miccosukee Road #1106  
Tallahassee, FL 32308

State of Florida, County of Leon, ss:

Subscribed and sworn to (or affirmed) before me this 7<sup>th</sup> day of May, 1997.



JAMIE D. ALTMAN  
MY COMMISSION # CC475339 EXPIRES  
June 21, 1999  
BONDED THRU TROY FAIR INSURANCE, INC

Jamie D Altman  
Notary Public

**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: LAZARUS Datacomm Corporation

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

Brian Schaper  
(NAME)

1432 North Bronough Street  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee/FL/32303  
(CITY/STATE/ZIP)

FILED  
97 MAY -7 PM 1:35  
TALLAHASSEE, FLORIDA

*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.*

Brian Schaper  
(SIGNATURE)

5/6/97  
(DATE)