

P97000050625

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

TRACKRITE COMPUTER CONCEPTS INC

(Proposed corporate name - must include suffix)

300002178143--7
-05/14/97--01060--005
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

DONALD M. NAIVE JR

Name (Printed or typed)

209 BERRY TREE PL

Address

BRANDON FL 33510

City, State & Zip

(813) 685-5538

Daytime Telephone number

Don Partridge GAVE
AUTHORIZATION BY PHONE TO
CORRECT Change Statute #
DATE 6/16/97
DOC. EXAM. CG

505-638
W97-11607

NOTE: Please provide the original and one copy of the articles.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 16 1997

CG 6/16/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION
97 JUN 2 1997

May 19, 1997

DONALD N. NAILE JR.
209 BERRY TREE PLACE
BRANDON, FL 33510

SUBJECT: TRACKRITE COMPUTER CONCEPTS
Ref. Number: W97000011607

We have received your document for TRACKRITE COMPUTER CONCEPTS and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00026741

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN - 8 PM 10:27

**ARTICLES OF INCORPORATION
of
TRACKRITE COMPUTER CONCEPTS, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation pursuant to chapter 607 Florida Statutes, adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is TrackRite Computer Concepts, *INC.*

**ARTICLE II
Principle place of business and mailing address**

The principle place of business and mailing address is:

1019 Lakeside Drive
Hillsborough County
Seffner, FL 33584

**ARTICLE III
SHARES**

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

**ARTICLE IV
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:

Kaye Partridge
1019 Lakeside Drive
Hillsborough County
Seffner, FL 33584

ARTICLE V PURPOSE

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

ARTICLE VI Manner of election of directors

The manner in which the directors will be appointed will be by the incorporator. After the initial set of directors is selected the board will select future members by a simple majority vote.

ARTICLE VII 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 VIII 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.

Execution of Written Instruments All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

The undersigned incorporator has executed these Articles of Incorporation this 29 day of April, 19 27.

Signature of Incorporator.

Donald N. Naile Jr.
Donald N. Naile Jr., Incorporator
209 Berry Tree Place
Brandon, FL 33510

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

PURSUANT TO THE PROVISIONS OF SECTION 607, 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:

TRACKRITE COMPUTER CONCEPTS, INC.
(must include suffix)

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

KAYE PARTRIDGE
(NAME)

1019 LAKESIDE DRIVE
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

SEFFNER, FL 33584
(CITY/STATE/ZIP)

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.

Kaye Partridge
(SIGNATURE)

4/7/97
(DATE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 10 09:07