

P97000059082

TRANSMITTAL LETTER

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

900002231289--7
-07/07/97--01102--007
*****70.00 *****70.00

SUBJECT: CHOICE DATA SYSTEMS, INC.
(Proposed corporate name - must include suffix)

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: CHARLES T. MILLER
Name (printed or typed)

2152 PADDOCK CIRCLE
Address

DUNEDIN, FL 34698
City, State & Zip

(813) 781-6545
Daytime Telephone number

JUL 8

BSB

EFFECTIVE DATE
7-1-97

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

**ARTICLES OF INCORPORATION
of
CHOICE DATA SYSTEMS, INC.**

FILED
97 JUL -7 AM 9:01
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE
7-1-97

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Choice Data Systems, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2152 Paddock Circle
Dunedin, FL 34698

PO Box 5101
Clearwater, FL 33758-5101

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 2,000 shares of no par value stock.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Charles T. Miller
2152 Paddock Circle
Dunedin, FL 34698

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Charles T. Miller
2152 Paddock Circle
Dunedin, FL 34698

Robyn L. Miller
2152 Paddock Circle
Dunedin, FL 34698

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.

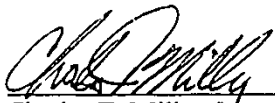
ARTICLE VII OTHER PROVISIONS

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.

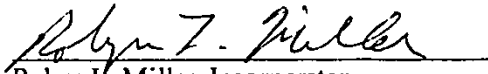
ARTICLE VIII EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be July 1, 1997.

The undersigned incorporators have executed these Articles of Incorporation this 2nd day of July, 1997.

A handwritten signature in cursive script, appearing to read "Charles T. Miller", written over a horizontal line.

Charles T. Miller, Incorporator
2152 Paddock Circle
Dunedin, FL 34698

A handwritten signature in cursive script, appearing to read "Robyn L. Miller", written over a horizontal line.

Robyn L. Miller, Incorporator
2152 Paddock Circle
Dunedin, FL 34698

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

FILED

97 JUL -7 AM 9:01

TALLAHASSEE, FLORIDA

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: CHOICE DATA SYSTEMS, INC.

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

CHARLES T. MILLER
(NAME)

2152 PADDOCK CIRCLE

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

DUNEDIN, FL 34698

(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.

Charles T. Miller

(SIGNATURE)

7/2/97

(DATE)