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**JAMES KARL & ASSOCIATES** ATTORNEYS IN FLORIDA, CONNECTICUT, MASSACHUSETTS, NEW YORK  
975 NORTH COLLIER BOULEVARD • MARCO ISLAND, FL 34145 • (941)642-9988 • FAX: (941)642-9995

October 24, 1997

Department of State  
Corporate Division  
P.O. Box 6326  
Tallahassee, FL 32399

600002330276--7  
-10/27/97--01094--011  
\*\*\*70.00 \*\*\*70.00

Re: Articles of Incorporation of Southern Shores Holdings, Inc.

To the Secretary of State:

We have enclosed for filing the Articles of Incorporation for the above referenced corporation together with the filing fee of \$70.00. Could you please acknowledge your receipt and filing of same by stamping the enclosed copy of the Articles of Incorporation and returning it in the stamped, self-addressed envelope provided.

We appreciate your attention to this matter.

Very truly yours,



James L. Karl II  
For the Firm

JLK/rm

Enclosures

cc: Client

FILED  
97 OCT 27 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION OF  
Southern Shores Holdings, Inc.**

- I. **NAME:** The name of the corporation is: **Southern Shores Holdings, Inc.**
- II. **TERM OF EXISTENCE:** Unlimited.
- III. **NATURE OF BUSINESS:** The corporation may engage in any activity or business permitted under the laws of the United States or of the laws of the State of Florida.
- IV. **CAPITAL STOCK:** The aggregate number of shares of stock that this corporation is authorized to issue is one thousand (1,000) shares. Such shares shall be of single class and shall have a par value of one dollar (\$1.00) per share.
- V. **STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL:** No shareholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at a price to be agreed upon between the offeror and the corporation. If the parties cannot agree as to the value of the shares each party shall select an arbitrator and two arbitrators so selected shall elect a referee. A majority vote of the three shall determine the value. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 30 (thirty) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit. On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each shareholder.
- VI. **ADDRESS AND REGISTERED AGENT:** The street address of the initial registered office of the corporation is: 975 North Collier Boulevard, Marco Island, FL 34145, and the name of its initial registered agent at such address is: James L. Karl, II, Esq.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VII. INCORPORATOR: The name and address of the incorporator to these articles is:

James L. Karl, II, Esq.  
c/o James Karl & Associates  
Counselors At Law  
975 North Collier Boulevard  
Marco Island, FL 33934

VIII. PRINCIPAL OFFICE AND MAILING ADDRESS: The principle office and mailing address of the corporation is the same, to wit:

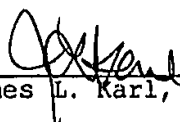
Southern Shores Holdings, Inc., c/o James Karl & Associates, 975 North Collier Boulevard, Marco Island, FL 34145

IX. DIRECTORS: The number of directors constituting the initial board of directors of the corporation is five. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	BUSINESS ADDRESS
John R. Lazenby, President	c/o James Karl & Associates, 975 North Collier Boulevard, Marco Island, FL 34145
John R. Lazenby, Vice President	c/o James Karl & Associates, 975 North Collier Boulevard, Marco Island, FL 34145
John R. Lazenby, Secretary	c/o James Karl & Associates, 975 North Collier Boulevard, Marco Island, FL 34145
John R. Lazenby, Treasurer	c/o James Karl & Associates, 975 North Collier Boulevard, Marco Island, FL 34145

The corporation shall be managed by the board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

X. AMENDMENT OF ARTICLES OF INCORPORATION: These articles may be amended in the manner provided by law. Every amendment shall be proposed by any shareholder and approved at a duly called shareholders' meeting by a majority of the shareholders entitled to vote thereon.

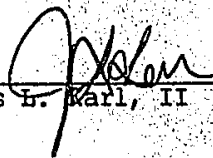
  
James L. Karl, II

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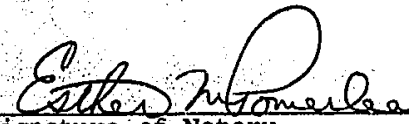
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby accepts designation as Registered Agent  
the corporation.

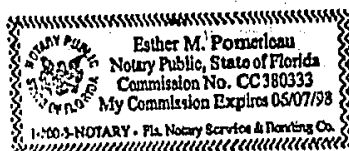
  
James L. Karl, II

State Of Florida  
County Of Collier

The foregoing instrument was acknowledged before me this October  
24, 1997, by James L. Karl II.

  
Signature of Notary

(Seal)



  
Print, Type or Stamp Name of Notary

☒ Personally known or  
☐ Produced the Following Identification:  
\_\_\_\_\_

P97000092660

From  
1720 Westport Rd  
Merritt Island FL 32952-5691

To  
Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**TRANSMITTAL LETTER**

Subject: Business Information Systems International, Incorporated

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75, for Filing Fee and Certificate:

David Biega  
1720 Westport Rd  
Merritt Island FL 32952-5691  
407-453-3455

clfd. at 2:35, no ans.  
" 2:45, no ans.

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② \*\*\*\*\*78.75 \*\*\*\*\*78.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/28/97 - TM

**ARTICLES OF INCORPORATION**

**BUSINESS INFORMATION SYSTEMS INTERNATIONAL INCORPORATED**

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

**Article I NAME**

The name of the Corporation shall be:  
Business Information Systems International Incorporated

**Article II PRINCIPAL OFFICE**

The principal office and mailing address of this corporation shall be:  
BISI Inc.  
1720 Westport Road  
Merritt Island FL 32952-5691

**Article III SHARES**

This corporation is authorized to issue 10,000 shares of \$0.10 par value common stock

**Article IV INITIAL REGISTERED AGENT**

The name and Florida street address of the initial registered agent are:  
Karin Biega  
1720 Westport Road  
Merritt Island FL 32952-5691

**Article V INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation are:  
David Biega  
1720 Westport Road  
Merritt Island FL 32952-5691

  
Incorporator

Oct 20, 1997  
Date

*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.*

  
Registered Agent

Oct. 20, 1997  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA