

P97000108206

**KaChing, Inc.**  
3019 Key Harbor Drive  
Safety Harbor, FL 34695

December, 12, 1997

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-12/24/97--01062--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

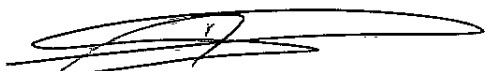
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: NEW FILING

To Whom It May Concern:

Please accept the attached articles of incorporation, certificate of designation of registered agent/registered office, and a check for \$70.00.

Thank you,



Scott A. Gostyla  
Incorporator

FILED  
97 DEC 24 PM 3:07  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

mm  
12-26-97

ARTICLES OF INCORPORATION  
OF  
KACHING, INC.

FILED  
97 DEC 24 PM 3:07  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is KaChing, Inc.

ARTICLE II

ADDRESS

The initial mailing address is:

3019 Key Harbor Drive  
Safety Harbor, FL 34695

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue 100,000 shares of \$.01 par value common stock.

#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation 3019 Key Harbor Drive, Safety Harbor, FL 34695, and the name of its initial registered agent of this corporation at that address is Scott A. Gostyla.

#### ARTICLE V

##### INCORPORATOR

The name and address of each person signing these Articles is:

Scott A. Gostyla     3019 Key Harbor Drive  
Safety Harbor, FL 34695

#### ARTICLE VI

##### PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE VII

##### DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

## ARTICLE VIII

### INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Scott A. Gostyla	3019 Key Harbor Drive Safety Harbor, FL 34695

## ARTICLE IX

### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE X

### INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE XI

### BYLAWS

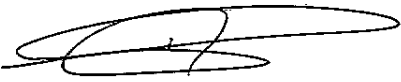
The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

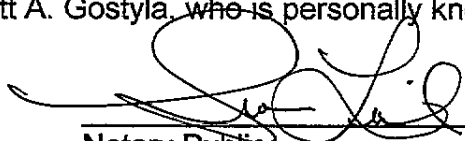
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

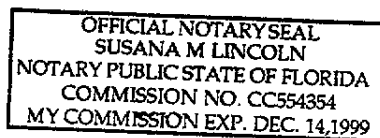
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 12<sup>th</sup> day of December, 1997.

  
\_\_\_\_\_  
Scott A. Gostyla

STATE OF FLORIDA  
COUNTY OF PINELLAS

Sworn to and subscribed before me this 15<sup>th</sup> day of December, 1997, by Scott A. Gostyla, who is personally known to me.

  
\_\_\_\_\_  
Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of KaChing, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 12th day of December, 1997.



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Scott A. Gostyla  
as Registered Agent

FILED  
97 DEC 24 PM 3:07  
DIXON & ASSOCIATIONS  
TALLAHASSEE, FLORIDA