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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 726161 7146136

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : March 3, 1998

ORDER TIME : 9:42 AM

ORDER NO. : 726161-005

CUSTOMER NO: 7146136

CUSTOMER: Terence J. Daly, Esq  
TERENCE J. DALY, ATTORNEY

4009 West Angeles Street

Tampa, FL 33629

600002445236--3

DOMESTIC FILING

NAME: AVATAR SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

*cf 3/3/98*

DIVISION OF CORPORATION

98 MAR -3 AM 10:40

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -3 AM 11:48

**ARTICLES OF INCORPORATION  
OF  
AVATAR SYSTEMS, INC.**

FILED  
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DIVISION OF CORPORATIONS  
98 MAR -3 AM 11:48

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

**ARTICLE 1**

**Name**

The name of this corporation is:

Avatar Systems, Inc.

**ARTICLE 2**

**Duration**

This corporation shall have perpetual existence, commencing upon filing.

**ARTICLE 3**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation is:

4009 West Angeles Street  
Tampa, Florida 33629

**ARTICLE 4**

**Capital Stock**

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

**ARTICLE 5**

**Preemptive Rights**

This corporation elects to have preemptive rights.

## **ARTICLE 6**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: 4009 West Angeles Street, Tampa, Florida 33629, and the name of the initial registered agent of this corporation at that address is: Terence J. Daly.

## **ARTICLE 7**

### **Incorporator**

The name and address of the sole incorporator is:

#### **NAME**

Terence J. Daly

#### **ADDRESS**

4009 West Angeles Street  
Tampa, Florida 33629

## **ARTICLE 8**

### **Initial Board of Directors**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

#### **NAME**

Lawrence S. Dickerson

#### **ADDRESS**

11400 4<sup>th</sup> Street North  
Apartment 1110  
St. Petersburg, Florida 33716

Todd H. Bowden

2911 Lancaster Drive  
Blacksburg, Virginia 24060

## **ARTICLE 9**

### **Indemnification**

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

**ARTICLE 10**

**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 incorporator has executed these Articles of Incorporation this 2nd day of March, 1998, and acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.

  
Terence J. Daly, Incorporator  
and Registered Agent

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98 MAR -3 AM 11:48

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