

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 MAR 27 AM 11:41

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-03/27/98--01025--015  
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**EFFECTIVE DATE**

03-23-98

*Kay Lee Software, Inc.*

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

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Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name *DL* Date *3-28-98* Time *9:51*

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

*RP*  
*03-27-98*

ARTICLES OF INCORPORATION

OF

KAY LEE SOFTWARE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 MAR 27 AM 11:42

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

**EFFECTIVE DATE**  
03-23-98

ARTICLE I - NAME

The name of the Corporation shall be KAY LEE SOFTWARE, INC. The principal office and the mailing address of the Corporation shall be 1508 - 67th Street Court East, Bradenton, Florida 34208.

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on March 23, 1998.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be one thousand (1,000) shares of common stock having no par value.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

NAME	ADDRESS
ROGER L. PENROD	1508 - 67th Street Court East Bradenton, Florida 34208
SHARON K. PENROD	1508 - 67th Street Court East Bradenton, Florida 34208

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the Shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the Shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the Shareholders may provide that it shall be altered, amended, or repealed only by the Shareholders.

#### ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

#### ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 1508 - 67th Street Court East, Bradenton, Florida 34208.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be ROGER L. PENROD.

#### ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
THOMAS W. HARRISON	1206 Manatee Avenue West Bradenton, Florida 34205

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 26 day of March, 1998.

Thomas W. Harrison  
THOMAS W. HARRISON

STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared THOMAS W. HARRISON, to me known to be the person described in and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same. I relied upon the following form of identification of the above named person:

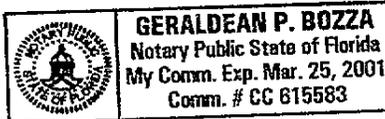
who is personally known to me,  
 who produced \_\_\_\_\_ as  
identification.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of March, 1998.

Gerald P. Bozza  
Signature

Printed Name  
Notary Public-State of Florida  
Commission No. \_\_\_\_\_

My Commission Expires:



ACCEPTANCE

I hereby accept to act as initial Registered Agent for KAY LEE SOFTWARE, INC. as stated in these Articles of Incorporation.

  
\_\_\_\_\_  
ROGER L. PENROD

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