

P98000042110

Warren Edward Dickerson

Requestor's Name

390 S. Geronimo St. #103

Address

Destiny Il 32541

City/State/Zip

Phone #

500002515645--1

05/07/98 01087-010  
\*\*\*\*122.50 \*\*\*\*122.50

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
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3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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F. Q. JESSEN MAY 11 1998

# ARTICLES OF INCORPORATION

OF

HEAD2HEAD, INC.

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TALLAHASSEE, FLORIDA

## ARTICLE I - NAME

The name of this corporation is: HEAD2HEAD, INC. (hereinafter referred to as the "Corporation").

## ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

## ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in the development and distributing of computer software and hardware, and for the purpose of transacting any or all other lawful business not inconsistent with the laws of the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

## ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her 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 VI - INITIAL REGISTERED OFFICE AND AGENT**

The mailing address, principal office and street address of the Corporation is: 390 South Geronimo Street, Suite 103, Destin, Florida, 32541.

The name of the registered agent of the corporation is: WARREN EDWARD DICKERSON, and the street office address of such registered agent and registered office of the corporation is: 390 South Geronimo Street, Suite 103, Destin, Florida, 32541

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

WARREN EDWARD DICKERSON, 312 Woodland Park Circle, Mary Ester, Florida 32569  
BAXTER ALVIN WINFREE, 757 Highway 98 East, #14-244, Destin, Florida 32541  
THOMAS FREDERICK HOLLOWELL, 4515 Ocean View Drive, Destin, Florida 32541

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:  
WARREN EDWARD DICKERSON, 312 Woodland Park Circle, Mary Ester, Florida 32569

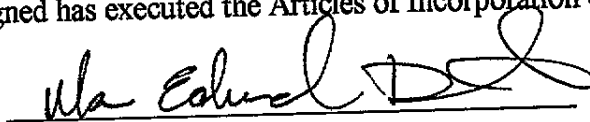
**ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X - SECTION 1244 STOCK**

It is the intent of the charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1344, inclusive, of the Internal Revenue Code of 1954, as amended.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Incorporation on this 1th day of MAY, 1998.

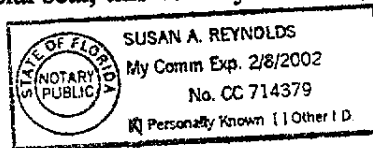


Warren Edward Dickerson

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, the undersigned authority, personally appeared WARREN EDWARD DICKERSON, known to me to be person described in the foregoing Articles of Incorporation Or who produced a driver's license as identification and did not take an oath and such person acknowledged to and before me that such person executed such instrument for the purposes expressed therein.

WITNESS my hand and official seal, this 1th day of MAY, 1998



*Susan A. Reynolds*  
Notary Public

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

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the designing the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

HEAD2HEAD,INC.


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

WARREN EDWARD DICKERSON  
312 WOODLAND PARK CIRCLE  
MARY ESTHER, FL 32569

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I have 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.

Signature



Warren E. Dickerson

Date May1,1998