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SHEPPARD, BRETT, STEWART & HERSCH, P. A.

ATTORNEYS AT LAW

JAY ANDREW BRETT  
JOHN F. STEWART  
CRAIG R. HERSCH\*  
D. HUGH KINSEY, JR.

(FORMERLY SHEPPARD & WOOLSLAIR)  
FIRM ESTABLISHED 1924

2121 WEST FIRST STREET  
P. O. DRAWER 400  
FORT MYERS, FLORIDA 33902

W. A. SHEPPARD (1898-1971)  
JOHN K. WOOLSLAIR (1908-1968)

JOHN WOOLSLAIR SHEPPARD\*  
OF COUNSEL

TELEPHONE (941) 334-1141  
TELECOPIER (941) 334-3965

\*BOARD CERTIFIED: WILLS, TRUSTS & ESTATES

**VIA FEDERAL EXPRESS**

August 5, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
P. O. Box 6327  
Tallahassee, Florida 32301

300002609203--8  
-08/06/98--01043--013  
\*\*\*122.50 \*\*\*122.50

**EFFECTIVE DATE**  
**8-5-98**

Re: Tennyson Biometrics Systems, Inc.

Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation and Certificate of Designation Registered Agent/Registered Office in reference to the captioned corporation. Also enclosed is our check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	\$ 52.50
Resident Agent Fee	<u>\$ 35.00</u>
	\$ 122.50

If these meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Sincerely Yours,

  
John F. Stewart

JFS: sln  
Enclosure  
cc: Mr. Ivan Tennyson

D. BROWN AUG 11 1998

**EFFECTIVE DATE**  
**8-5-98**

ARTICLES OF INCORPORATION  
OF  
TENNYSON BIOMETRICS SYSTEMS, INC.

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 Tennyson Biometrics Systems, Inc.

ARTICLE II

COMMENCEMENT

The Corporation shall commence business on the 5<sup>th</sup> day of August, 1998.

ARTICLE III

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 8665 By Colony Drive, Unit 1901, Naples, Florida 34108.

ARTICLE IV

CAPITAL STOCK

The amount of the capital stock of this corporation shall be 1000 shares of \$1.00 par value stock. All of the capital stock shall be common stock.

ARTICLE V

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are:

John F. Stewart; 2121 West First Street, Fort Myers, Florida 33901.

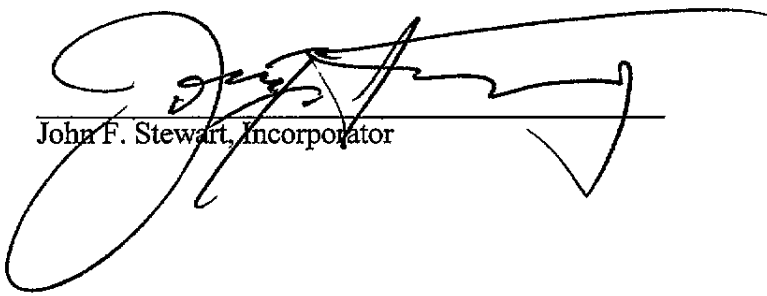
ARTICLE VI

INCORPORATOR

The name and street address of the Incorporator to these Articles Of Incorporation are:

John F. Stewart; 2121 West First Street, Fort Myers, Florida 33901.

The undersigned has executed these Articles Of Incorporation this 5<sup>th</sup> day of August, 1998.



John F. Stewart, Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is:

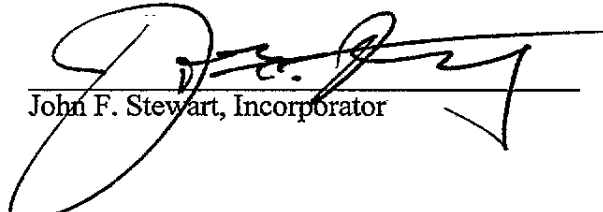
TENNYSON BIOMETRICS SYSTEMS, INC.

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

John F. Stewart; 2121 West First Street, Fort Myers, Florida 33901.

Date: \_\_\_\_\_

8-5-98

  
John F. Stewart, Incorporator

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.

Date: \_\_\_\_\_

8-5-98

  
John F. Stewart