

P98000071690

LEGAL SERVICES  
1000 PINE HILLS RD.  
SUITE C  
ORLANDO, FL 32808  
(407) 296-6785

August 10, 1998

Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

800002614608--6  
-08/13/98--01026--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Applied business systems, Inc.,  
201 Sandhill Crane Run  
Orlando, Florida 32828

Dear Division of Corporations:

Enclosed please find our Articles of Incorporation and the Registered Agent for filing, together with our check in the amount of \$ 70.00 to cover the filing fee and the registered agent fee.

Thanks in advance.

John Arnold

JA/df

FILED  
98 AUG 13 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH AUG 17 1998

**ARTICLES OF INCORPORATION**  
**OF**  
**APPLIED BUSINESS SYSTEMS, INC.**

FILED  
98 AUG 13 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED** subscriber to these **ARTICLES OF INCORPORATION**, being a natural person competent to contract, does hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I NAME**

**THE NAME** of the corporation shall be **APPLIED BUSINESS SYSTEMS, INC.**

**ARTICLE II PURPOSE**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **100 shares of common stock**, each share having a par value of **One Dollars (\$1.00)**.

**ARTICLE IV REGISTERED OFFICE**

**THE INITIAL** registered office of the corporation shall be at 201 Sandhill Crane Run, Orlando, Florida, 32828. The shareholders may from time to time designate such other post office address and place for the registered office of this corporation as it may see fit. The Registered Agent for the corporation shall be **Robert G. Melville**, at 201 Sandhill Crane Run, Orlando, Florida 32828.

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code

and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VI        TERM OF EXISTENCE**

This corporation shall exist perpetually.

#### **ARTICLE VII        LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### **ARTICLE VIII        SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

**Robert G. Melville**

ARTICLE IX INCORPORATORS

THE NAME and street address of the subscribers of these Articles are:

NAME:

Robert G. Melville

ADDRESS:

201 Sandhill Crane Run  
Orlando, Florida 32828

ARTICLE X AMENDMENT

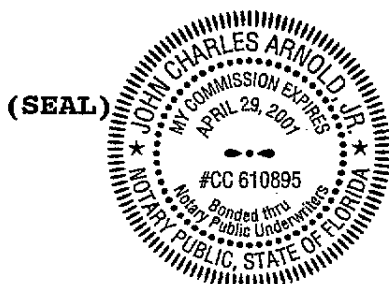
THIS CORPORATION reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

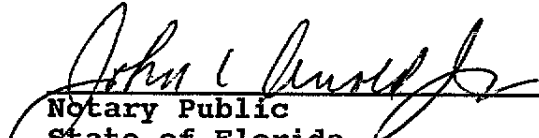
IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock herein before named, have hereunto set their hands and seals on this 8 day of August, 1998, for the purpose of forming this corporation to do business both within and without the State of Florida, do make and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

  
Robert G. Melville

STATE OF FLORIDA }  
                              } ss.  
COUNTY OF ORANGE }

BEFORE ME, personally appeared Robert G. Melville, and by production of a picture identification, ID# M 414-767-51-108-0-, who, after being duly cautioned and sworn, deposes and states that he is the individual described in the above and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed, on this 8 day of August, 1998.



  
Notary Public  
State of Florida  
My Commission Expires:

The following is submitted in compliance with the laws of the State of Florida. **APPLIED BUSINESS SYSTEMS, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 201 Sandhill Crane Run, Orlando, Florida, 32828, has named **Robert G. Melville**, whose address is 201 Sandhill Crane Run, Orlando, Florida, 32828, as its Agent to accept service of process within this State.

Robert G. Melville

Notary Public  
State of Florida  
My Commission Expires: 11/11/11

FILED  
98 AUG 13 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA