

P48000075561

July 27, 1998

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

200002604032--7
-07/31/98--01054--016
****122.50 ****122.50

→ group
Re: Applied Technology, Inc.

Dear Sir:

I am enclosing herewith an original and one copy of Articles of Incorporation for the above named corporation. In addition, a check in the amount \$122.50 is enclosed which represents the following fees:

| | |
|------------------|-----------------|
| Filing Fee | \$35.00 |
| Certified Copy | 52.50 |
| Registered Agent | <u>35.00</u> |
| TOTAL | \$122.50 |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 31 AM 9:20

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. I have enclosed a self addressed envelope for your convenience.

Your prompt attention to this matter will be greatly appreciated.

Very truly yours,


JON D. JOHNSON

mn

~~11/18/98 12:00~~
8-31
8-31
WS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 20, 1998

FRANK C. BERMAN
5770 ROOSEVELT BLVD., SUITE 603
CLEARWATER, FL 33760

SUBJECT: APPLIED TECHNOLOGY, INC.
Ref. Number: W98000017800

We have received your document for APPLIED TECHNOLOGY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 098A00040998

**ARTICLES OF INCORPORATION
OF
APPLIED TECHNOLOGY GROUP, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:30

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 agree to the following:

ARTICLE I - NAME

The name of the Corporation shall be *Group. John* **APPLIED TECHNOLOGY, INC.**, and the address of the Corporation shall be **5770 Roosevelt Blvd., Suite 603, Clearwater, Florida 33760.**

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporation 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.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 1000 shares of common stock having a par value of \$1.00 per share.

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:

Jon D. Johnson 5770 Roosevelt Blvd., Suite 603
Clearwater, FL 33760

Frank C. Berman 5770 Roosevelt Blvd., Suite 603
Clearwater, FL 33760

Allen W. Rightmyer 5770 Roosevelt Blvd., Suite 603
Clearwater, FL 33760

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

Section 4. Directors shall be elected and hold office as provided in the By-Laws.

ARTICLE VI - BY-LAWS

Section 1. The Board of Directors shall adopt By-Laws 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 By-Laws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the By-Laws.

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

ARTICLE VII - AMENDMENTS

The power to amend or repeal these Articles of Incorporation may be exercised pursuant to the laws of the State of Florida as follows:

- A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given, and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;
- B. All the Directors and all the shareholders of the Corporation eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;
- C. The shareholders may amend or repeal these Articles of Incorporation without an act of the Directors at a meeting for which notice of the changes to be made is given; or
- D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of Directors.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 5770 Roosevelt Blvd, Suite 603, Clearwater, Florida 33760.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Jon D. Johnson.

ARTICLE IX - INCORPORATORS

The name and address of the incorporators are

Jon D. Johnson 5770 Roosevelt Blvd., Suite 603
Clearwater, FL 33760

Frank C. Berman 5770 Roosevelt Blvd., Suite 603
Clearwater, FL 33760

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 this 29 day of July, 1998.



Jon D. Johnson



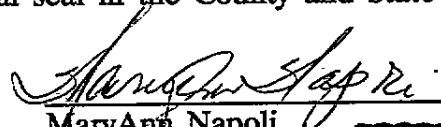
Frank C. Berman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:20

STATE OF FLORIDA
COUNTY OF PINELLAS

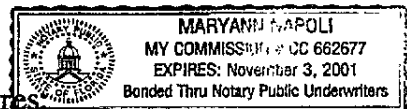
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Jon D. Johnson and Frank C. Berman, to me well known to be the persons described as incorporators, and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

28 WITNESS my hand and official seal in the County and State aforesaid, this day of July, 1998.

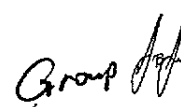


MaryAnn Napoli
Notary Public

My Commission Expires



ACCEPTANCE

 I HEREBY ACCEPT to act as initial Registered Agent for, APPLIED TECHNOLOGY, INC., as stated in these Articles of Incorporation.



Jon D. Johnson