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December 31, 1998

EFFECTIVE DATE  
1-1-99

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-01/04/99--01133--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Gentlemen:

Enclosed are an original and 1 copy of the Articles of Incorporation for ASAP Financial & Data Input, Inc. along with a check for the following:

Filing Fees	\$	35.00
Registered Agent Designation		35.00
Certified Copy		8.75
	\$	<u>78.75</u>

If there are any questions regarding this application for incorporation, you may contact me at

Barbara J. Smith  
Harper, Van Scoik & Company, LLP  
Daytime phone number: (727) 446-0504, Ext. 221

I appreciate your assistance in this matter.

Sincerely,

  
Barbara J. Smith

FILED  
99 JAN -4 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/6/99  


ARTICLES OF INCORPORATION  
OF

FILED  
99 JAN -4 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1-1-99

ARTICLE I - NAME

The name of this corporation is ASAP FINANCIAL & DATA INPUT, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on January 1, 1999.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States out of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation is:

Barbara J. Smith  
12241 Eldon Drive  
Largo, Florida 33774

**ARTICLE VI - CORPORATE ADDRESS**

The street address of the Corporation is:

12241 Eldon Drive  
Largo, Florida 33774

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Directors are elected/appointed as set forth in Section 7, Article II of the Corporate By-Laws. This Corporation shall have (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Frederick L. Smith	12241 Eldon Drive Largo, Florida 33775

**ARTICLE VIII - BY-LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

**ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by laws.

**ARTICLE X - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XI - INCORPORATION**

The name and address of the person signing these Articles is:

Frederick L. Smith  
12241 Eldon Drive  
Largo, Florida 33774

**ARTICLE XII- AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of incorporation this 31<sup>st</sup> day of December, 1998.

  
\_\_\_\_\_  
Frederick L. Smith

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HER CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 31<sup>st</sup> Day of December, 1998.

  
Barbara J. Smith

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of December, 1998, by FREDERICK L. SMITH and BARBARA J. SMITH, who are personally known to me and who did take an oath, and acknowledged to and before me that they have executed the foregoing instrument for the purposes therein expressed.

NOTARY PUBLIC:

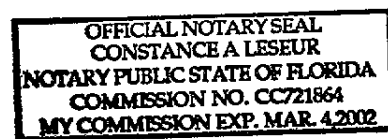
Sign Constance A. LeSeur  
Print Constance A. LeSeur

Notary Public

State of Florida

My Commission Expires:

(Seal, if applicable)



FILED  
99 JAN -4 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA