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January 6, 1999

State Of Florida Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Bonsett Business Systems, Inc.

Greetings:

Enclosed are the original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to Bonsett Business Systems, Inc., attn: Ryan S. Bonsett.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated and marked with an "X.":

- X A. Articles Of Incorporation filing fee, \$35.00.
- B. Certified copy of Articles Of Incorporation, \$52.50. (optional)

X C. Registered Agent Designation Filing Fee, \$35.00.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,

Ryan Samuel Bonsett 239 Wimbledon Lakes Drive Plantation, FL 33324

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Enclosures



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ARTICLES OF INCORPORATION OF BONSETT BUSINESS SYSTEMS, INC.

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ARTICLE I. NAME

The name of this corporation shall be Bonsett Business Systems, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the President. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of and engaging in the transaction of any and all business activities permitted under the laws of the state of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of

> ARTICLES OF INCORPORATION OF BONSETT BUSINESS SYSTEMS, INC.

such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

President:	Ryan Samuel Bonsett 239 Wimbledon Lake Drive Plantation, FL 33324
Vice President:	Richard J. Bonsett 1811 Executive Drive Suite I Indianapolis, IN 46241
Secretary:	Ryan Samuel Bonsett 239 Wimbledon Lake Drive Plantation, FL 33324
Treasurer:	Ryan Samuel Bonsett 239 Wimbledon Lake Drive Plantation, FL 33324

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

> ARTICLES OF INCORPORATION OF BONSETT BUSINESS SYSTEMS, INC.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 239 Wimbledon Lake Drive, Plantation, Florida 33324.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Ryan Samuel Bonsett.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Ryan Samuel Bonsett, 239 Wimbledon Lake Drive, Plantation, Florida 33324.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Ryans Bonett.

- Incorporator

- Registered Agent

ARTICLES OF INCORPORATION OF BONSETT BUSINESS SYSTEMS, INC. State Of Florida County Of Broward

On <u>*Qan.28,1999*</u>, Ryan Samuel Bonsett, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of Bonsett Business Systems, Inc.

Bellack Notar

Commission Expiration Date:



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 designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: Bonsett Business Systems, Inc.
- 2. The name and address of the registered agent and office is:

Ryan Samuel Bonsett 239 Wimbledon Lakes Drive Plantation, FL 33324

SIGNATURE: <u>Lyan S Bonset</u> . (Corporate Officer)	•
TITLE: President.	- +
DATE: 2~2~ኆኆ	

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<u>ACCEPTANCE</u>

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 TO THE PROPER AND COMPLETE ALL STATUTES RELATING PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date

Registered Agent