

Gayl Hardeman SARASOTA FL 34241 SARASOTA FL 34241
6312 Canary Street
Sarasota FL 34241

P99000030349

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

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-03/29/99-01122--009
*****87.50 *****87.50

SUBJECT: Hardeman Realtime, Inc.

(Proposed corporate name .must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

Filing Fee: \$70.00

Filing Fee and Certificate of Status: \$78.75

Additional Copy Required: Filing Fee and Certified Copy \$78.75

Additional Copy Required: Filing Fee, Certified Copy and Certificate of Status \$87.50

FROM:

Name: GAYL HARDEMAN

Street: 6312 CANARY STREET

City - State - Zip: SARASOTA FL 34241

Daytime Telephone Number: (941) 927-7642

FILED
99 / MAR 29 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESLER APR 2 1999

Articles of Incorporation

OF

Hardeman Realtime, Inc.

I, the undersigned, natural person of the age of eighteen (18) years or more, citizen of the United States, acting as incorporator of a corporation under the Florida Corporation Act, do hereby adopt the following articles of incorporation for such corporation.

ARTICLE ONE

The name of the corporation is

"Hardeman Realtime, Inc."

ARTICLE TWO

The initial principal office for the corporation is:

6312 Canary St.

Sarasota FL 34241

ARTICLE THREE

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock each with a par value of One Dollar (\$1.00). Common shares and the holders thereof shall have cumulative voting rights, and each shareholder shall have pre-emptive rights to subscribe for or acquire any treasury shares or any additional share of any class of the corporation if such shares hereby or hereafter authorized or issued.

ARTICLE FOUR

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TALLAHASSEE, FLORIDA

The street address of its initial registered office is

6312 Canary St., Sarasota Florida 34241

and the name of its initial registered agent at such address is

Gayl Hardeman.

ARTICLE FIVE

The name and address of the incorporator is -

Gayl Hardeman

6312 Canary St.

Sarasota Florida 34241

ARTICLE SIX

a) The number of directors constituting the initial Board of Directors is One and the name and address of the person who is to serve as director until the first annual meeting of the shareholder or until the successor is elected and succeed is:

Gayl Hardeman - 6312 Canary St., Sarasota Florida 34241

b) The number of directors of the corporation set forth in (a) of the article shall constitute the authorized number of directors until changed by an amendment of a by-law duly enacted by the vote or written consent of the holders of a majority of the then outstanding shares of stock of the corporation.

ARTICLE SEVEN

The purpose or purposes for which this corporation is organized are:

To do all such things as may be necessary or desirable in carrying out the practice of court reporting, transcribing, and any other services, which are lawful.

ARTICLE EIGHT

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of one thousand dollars (\$1,000), consisting of money, labor done or property actually received, which sum is not less than one thousand dollars (\$1,000).

ARTICLE NINE

No contract or other transaction between the corporation and any other corporation and no other act of the corporation with relation to any other corporation shall, in the absence of fraud, in any way be invalidated or otherwise affected by the fact that any one or more of the directors of the corporation are pecuniarily or otherwise interest^{ed} in, or are directors or officers of such other corporation. Any directors or officers of ~~such~~ other corporation may vote upon any contract or other transaction between the corporation and any subsidiary of affiliated corporation. Any director of the corporation individually, or any firm or association of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact s/he individually or as a member of such firm or association is such a party or so interested shall be disclosed or shall have been known to the Board of Directors or a majority of such members thereof as shall be present at any meeting of the Board Directors at which action upon any such contract or transaction shall be taken; and in any case described in this paragraph, any such director may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction.

ARTICLE TEN

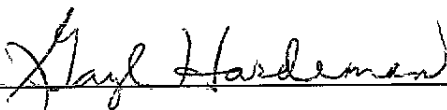
The period of its duration is perpetual

ARTICLE ELEVEN

a) Every director, officer, or employee of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which s/he not be a party, or in which s/he may become involved, by reason of his being or having been a director officer, or employee of the corporation, or any settlement thereof, whether or not s/he is a director, officer, or employee at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the corporation. The foregoing exclusive of all other rights to which such directors, officer, or employee may be entitled.

b) The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted by him and incurred by him in any such capacity, or arising from this status as such, whether or not the corporation would have power to indemnify him against such liability under the first part of this article.

In witness whereof, I have hereunto set my hand this, the 23rd day of March
1999.



Gayl Hardeman

State of Florida

County of Sarasota

Florida Registered Agent Written Acceptance

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

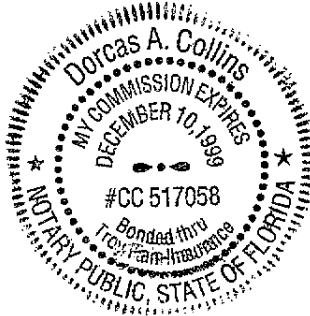
Gayl Hardeman 3/23/99

Signature of Registered Agent Date

I the undersigned a Notary Public do hereby certify that on the 23rd day of March 1999, personally appeared Gayl Hardeman, who being by me duly sworn, declared that she is the person who signed the foregoing document as the incorporator, and that the statements therein contained are true,

Dorcas A. Collins

Notary Public, State of Florida



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA