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## GREAT CONCEPTS SOFTWARE INC

### Articles of Incorporation



Great Concepts Software

1676 Pineapple Ave  
Melbourne, FL 32935

FILED  
99 APR -5 AM 8:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/9/99  
[Signature]



**ARTICLES OF INCORPORATION  
OF  
GREAT CONCEPTS SOFTWARE INC.**

**FILED**  
**99 APR -5 AM 8:18**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I - NAME**

The name of the corporation is GREAT CONCEPTS SOFTWARE INC.

**ARTICLE II - ADDRESS**

The initial principal office of the corporation is 1676 Pineapple Avenue, Melbourne, FL 32935. The initial mailing address is the same. The Board of Directors may, from time to time, move the principal office and/or mailing address to any other address.

**ARTICLE III - DURATION**

The term of existence of this corporation shall be perpetual.

**ARTICLE IV - PURPOSE**

The purpose of the corporation is to transact any and all business lawful under the laws of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares of stock, which the corporation has authority to issue, is 1000, all of which shall be common shares with a par value of \$1.00 each.

**ARTICLE VI - SECTION 1244 STOCK**

It is the intention of the Incorporators that the stock of this corporation shall qualify as Small Business Company Stock pursuant to Section 1244 of the Internal Revenue Code.

**ARTICLE VII - PREEMPTIVE RIGHTS**

Each shareholder, upon the sale of any new stock of this corporation, shall be entitled to the full pre-emptive rights to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the corporation shall 1676 Pineapple Avenue, Melbourne, FL 32935. The name of the initial registered agent at such address is AJ Valuntas. The Board of Directors may, from time to time, move the registered office to any other address within the State of Florida.

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

The Board of Directors of the corporation shall consist of at least one member. The number of directors may be either increased or decreased from time to time by amending the by-laws of the corporation. The name and address of the initial directors are:

NAME	OFFICE	ADDRESS
Michael S Scott	President	404 Crescent Dr Melbourne, FL 32901
A J Valuntas	Secretary	2820 Caribbean Isle Blvd Melbourne, FL 32935

**ARTICLE X - INCORPORATORS**

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

NAME	ADDRESS
A J Valuntas	Secretary 2820 Caribbean Isle Blvd Melbourne, FL 32935

**ARTICLE XI - BY-LAWS**

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XII - INDEMNIFICATION**

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

**ARTICLE XIII - SUBCHAPTER "S" ELECTION**

It is the intent of the Incorporators to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organizational Meeting hereof.



IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28<sup>th</sup> day of March 19 99.

A J Valuntas  
Secretary

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, personally appeared A J Valuntas known by me to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid this 28<sup>th</sup> day of March 19 99.

Michael S. Scott  
Notary Public

my commission expires:



I, AJ Valuntas, understand the duties and responsibilities of registered agent and accept the position of registered agent for Great Concepts Software Inc.

A J Valuntas  
Signed

28 Mar 99  
Date

FILED  
99 APR -5 AM 8:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA