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P9900060588

June 29, 1999

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

Re: Network Tool Services, Inc.

500002921015--5
-07/01/99--01068--008
*****78.75 *****78.75

Ladies and Gentlemen:

Enclosed for filing are Articles of Incorporation of Network Tool Services, Inc. Also enclosed is a check in the amount of \$78.75 representing the filing fee.

Please return a conformed "filed" copy of the Articles of Incorporation to our office in the envelope provided.

Thank you for your assistance in this matter and if you have any questions or need anything, please call me.

Very truly,


Jackie Hutchison
Legal Assistant

enclosures as listed

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NETWORK TOOL SERVICES, INC.

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 agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be **NETWORK TOOL SERVICES, INC.**, and its mailing address is 10211 Valle Drive, Tampa, Florida 33612.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations 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 1,000 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 Directors, whose names and addresses are:

GORDON F. LEWIS, JR.
10211 Valle Drive
Tampa, FL 33612

MILTON TODD ARRANT
10263 Gandy Blvd., #212
St. Petersburg, FL 33702

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

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI **Initial Officers**

Section 1. The Initial Officers of the corporation are those described below and whose names and address are:

President/Treasurer GORDON F. LEWIS, JR.
10211 Valle Drive
Tampa, FL 33612

Vice President/
Secretary MILTON TODD ARRANT
10263 Gandy Blvd., #212
St. Petersburg, FL 33702

Section 2. The number of officers of the corporation shall be as provided in the Bylaws of the Corporation.

Section 3. Officers shall be elected and hold office as provided in the Bylaws.

ARTICLE VII **Bylaws**

Section 1. The Board of Directors shall adopt Bylaws for the Corporation pursuant to §607.0205 and 607.0206 *Florida Statutes* following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions

of the Bylaws. Notwithstanding any provisions to the contrary no Bylaws shall be adopted by the Corporation which in anyway limit or repeal these Articles of Incorporation.

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

ARTICLE VIII **Amendments**

These Articles of Incorporation may be amended as set forth in the *Florida Statutes*, as amended from time to time.

ARTICLE IX **Registered Office and Agent**

Section 1. The street address of the initial registered office of the Corporation shall be 10211 Valle Drive, Tampa, Florida 33612.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be **GORDON F. LEWIS, JR.**

ARTICLE X **Incorporators**

The Incorporators are **GORDON F. LEWIS, JR.**, whose address is 10211 Valle Drive, Tampa, Florida 33612 and **MILTON TODD ARRANT**, whose address is 10263 Gandy Blvd., #212, St. Petersburg, Florida, 33702.

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 on this 25th day of June, 1999.


GORDON F. LEWIS, JR.


MILTON TODD ARRANT

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 25th day of June, 1999, by **GORDON F. LEWIS, JR.**, who is personally known to me or who has produced FL Drivers License as identification and who did/did not take an oath.

Jacqueline M. Hutchison
Notary Public
Jacqueline M. Hutchison
(Print or Type Notary Name)
Commission (Serial) Number: _____
My Commission Expires: _____

(SEAL)



STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 25th day of June, 1999, by **MILTON TODD ARRANT**, who is personally known to me or who has produced United States Passport as identification and who did/did not take an oath.

Jacqueline M. Hutchison
Notary Public
Jacqueline M. Hutchison
(Print or Type Notary Name)
Commission (Serial) Number: _____
My Commission Expires: _____

(SEAL)



ACCEPTANCE

I hereby accept to act as initial Registered Agent for **NETWORK TOOL SERVICES, INC.**, as stated in these Articles of Incorporation.



GORDON F. LEWIS, JR.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**