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C T CORPORATION SYSTEM Melanie Strickland

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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Florida Information Consortium, Inc

☒ Profit - Acbs.

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Merge

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of P.A.

☐ Limited Liability Partnership

☐ Fict. Filing Cancel

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Thanks, Melanie ☺

DEC 14 1999

CR2E031 (1-89)

T. SMITH DEC 14 1999

ARTICLES OF INCORPORATION
OF
FLORIDA INFORMATION CONSORTIUM, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name.** The name of the Corporation is Florida Information Consortium, Inc.
2. **Purpose.** The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Florida, as they may be amended from time to time.
3. **Initial Business.** The Corporation initially intends to conduct the business of software development, e-commerce and providing of government information.
4. **Authorized Capital.** The Corporation shall have authority to issue 100,000 shares of a single class of Common Stock, no par value, with unlimited voting rights, which shall constitute the sole voting shares of the Corporation.
 - a. **Preemptive Rights.** Shareholders shall not have the preemptive right to acquire additional unissued or treasury shares of the Corporation or securities convertible into shares or carrying stock purchase warrants or privileges.
 - b. **Cumulative Voting.** Cumulative voting shall not be permitted in the election of directors or for any other purpose.
 - c. **Transfer Restrictions.** The Corporation shall have the right by appropriate action to impose restrictions upon the transfer of any shares of its Common Stock, or any interest therein, from time to time issued, provided that such restrictions, or notice thereof, shall be set forth upon the face or back of the certificates representing such shares of Common Stock.
5. **Registered Office.** The registered office of the Corporation in the State of Florida is: c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.
6. **Registered Agent.** The name and address of the registered agent of the Corporation is: CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.
7. **Board of Directors.** The initial board of directors shall consist of five (5) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualifies are:

<u>Name</u>	<u>Address</u>
William F. Bradley, Jr.	150 West Market Street, Suite 530 Indianapolis, IN 46204
James Dodd	2208 West 97th Street Leawood, KS 66206
Samuel R. Somerhalder	301 South 13th, Suite 301 Lincoln, NE 68508
Harry H. Herington	10975 Benson Street, Suite 390 Overland Park, KS 66210
Kevin Childress	10975 Benson Street, Suite 390 Overland Park, KS 66210

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. Incorporator. The name and address of the incorporator is:

D. Elizabeth Wills, Esq.
Rothgerber Johnson & Lyons LLP
1200 Seventeenth Street, Suite 3000
Denver, Colorado 80202

All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Florida Department of State.

9. Indemnification of Officers, Directors, Employees and Agents. The Corporation shall indemnify, to the maximum extent permitted by law, any person who incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, 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. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

10. Limitation of Liability. To the fullest extent permitted by the Florida Business Corporation Act, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effects with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED this 13th day of December, 1999 by the incorporator.

Signed: *D. Elizabeth Wills*
D. Elizabeth Wills
Incorporator
(303) 623-9000 (telephone)
(303) 623-9222 (facsimile)

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the
above-named corporation effective this 13th day of December, 1999.

CT Corporation System
Signed By: *Marcia J. Sunahara*
MARCIA J. SUNAHARA
[Print Name Here]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA