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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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B. Brown JUN 9 2005

TRANSMITTAL LETTER

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

SUBJECT: M3 Chat Corporation
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☐ $70.00 Filing Fee	☐ $78.75 Filing Fee & Certificate of Status	☐ $78.75 Filing Fee & Certified Copy	☒ $87.50 Filing Fee, Certified Copy & Certificate of Status
		ADDITIONAL COPY REQUIRED	

FROM: Robert W. Thomson
Name (Printed or typed)

5174 McGinnis Ferry Road # 140
Address

Alpharetta, GA 30005
City, State & Zip

877-903-2009
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
M3 CHAT CORPORATION

The undersigned, for the purpose of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

Article I – Name

The name of the Corporation is: M3 CHAT CORPORATION

Article II – Address

The initial street address of the principal office of this Corporation in the State of Florida is 5174 McGinnis Ferry Road, Suite 140, Alpharetta, Georgia. 30005. The Board of Directors of this Corporation may from time to time move its principle office in the State of Florida to any other place in this State.

Article III – Nature of Business

This Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

Article IV – Capital Stock

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock, par value $0.001 per share.

Article V – Initial Directors

This Corporation shall have two (2) Director(s) initially. The number of Directors of this Corporation may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than one (1). The name and street address of the initial Directors of this Corporation who shall hold office until their successors are elected or appointed and shall have qualified is:

Phillip Dempsey	5174 McGinnis Ferry Road. Suite 140 Alpharetta. Georgia. 30005
Robert W. Thomson Sr.	5174 McGinnis Ferry Road. Suite 140 Alpharetta. Georgia. 30005

Article VI – Registered Office

The Registered Agent and registered office of the Corporation shall be:

CT Corporation Systems
1200 S. Pine Island Road
Plantation, Florida. 33324

Article VII – Incorporator

The name and street address of the person signing these Article of Incorporation as the Incorporator is:

Robert W. Thomson Sr.
5174 McGinnis Ferry Road
Suite 140
Alpharetta, Georgia. 30005

Article VIII – Term

This Corporation shall have perpetual existence unless dissolved pursuant to law.

Article IX – Other Provisions

1. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or as a director of this Corporation.

2. The stockholders may, pursuant to the Bylaw provision or by stockholders agreement, recorded in the minute book, impose such restrictions on the sale, transfer or encumbrances of the stock of this Corporation as they may see fit.

3. The Board of Directors of this Corporation shall adopt Bylaws for the government of this Corporation, which shall be subordinate only to the Certificate of Incorporation, and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by either the stockholders or the Board of Directors, but the Board of Directors may not alter or amend any Bylaws adopted by stockholders.

4. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any Director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of the meeting unless he shall make objection at the meeting to any defect or insufficiency of notice.

5. If the Bylaws so provide, any action of the stockholders or Board of Directors which is required or permitted to be taken at a meeting may be taken without a meeting, in the manner provided in the Bylaws, to the extent now or hereafter to be permitted under the statutes and laws of the State of Florida.

6. If the Bylaws so provide, any stockholder of this Corporation, to the extent now or hereafter permitted pursuant to the Bylaws of this Corporation and the statutes and laws of the State of Florida, may enter into any written agreement relating to any phase of the affairs of this Corporation. No such agreement shall impose directors' or officers' liabilities upon the stockholder who are parties thereto except to the extent required by the statutes and laws of the State of Florida.

7. The Board of Directors of this Corporation is authorized to make provision for reasonable compensation to its members for their services as Directors and to fix

the basis and conditions upon which such compensation shall be paid. Any Director of this Corporation may also serve the Corporation in any other capacity and receive compensation therefore in any form.

8. The Corporation shall indemnify any director, officer or employee, or former director, officer or employee of the Corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns share of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Corporation may also reimburse to any director, officer or employee the reasonable cost of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter of controversy (whether or not a quorum) that it was to the interest of the Corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under any Bylaw, agreement, vote of shareholders or otherwise.

Article X – Grant of Preemptive Rights

Each shareholder of the Corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into, or carrying the right to subscribe to, or acquire such shares, which may be issued at any time by the Corporation.

Article XI – Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25th day of May, 2005.

Robert W. Thomson Sr.

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVCED

Pursuant to Chapter 607 and/or Chapter 621 and/or Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST – That M3 CHAT CORPORATION desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation, at City of Alpharetta, County of Fulton, State of Georgia, has named CT Corporation System as Registered Agent, who may be served at the registered office located at 1200 S. Pine Island Road, City of Plantation, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT (MUST BE SIGNED BY DESIGNATED AGENT):

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

CT Corporation System
Registered Agent

ALLAN FARNELL
ASSISTANT SECRETARY

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