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Robert L. Busch & Associates
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

FILED

96 MAY 21 AM 11:47

17477 WEST BEAVER STREET, JACKSONVILLE, FLORIDA, 32234
OFC (904) 266-2356 • FAX (904) 266-2357 • RES (904) 266-2762

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 15, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Incorporation of
ORTHOGONAL TECHNOLOGIES, INC.
Our File No.: 96-F-75-135

000001832850
-05/21/96--01129--003
*****70.00 *****70.00

Gentlemen:

Enclosed herewith for filing pursuant to Chapter 607 of the Florida Statutes is an original and one copy of the Articles of Incorporation for the above corporation together with a Certificate designating a Resident Agent for Service of Process.

Also enclosed is a check in the amount of \$70.00 in payment of the following fees and taxes:

<u>ITEM</u>	<u>AMOUNT</u>
Filing fee - Original Articles	\$35.00
Resident Agent Appointment	\$35.00
TOTAL	\$70.00

I would appreciate it if you would review these Articles to be certain that they conform to law and thereafter accept same for filing by endorsing the date and time thereon. Please return one date stamped copy of the Articles to the undersigned. Thank you for your assistance and cooperation

Sincerely

Robert L. Busch
Robert L. Busch

RLB:dma
Enclosures

5-29-96

FLORIDA
ARTICLES OF INCORPORATION
OF
ORTHOGONAL TECHNOLOGIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of this corporation is Orthogonal Technologies, Inc.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual or until dissolved according to law.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to own and operate a consulting and multi-lingual technical translation business and to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ten thousand (10,000), all of which shall be common shares with the value of one dollar (\$1.00) per share. The purchase price for such shares, or any part thereof may be paid in cash, services or property (of any type, including, without limitation, real, personal and intangible property, notes or obligations whether unsecured and whether of the purchaser or another) at just value to be fixed by the stockholders of the corporation.

The corporation may restrict the transferability of the shares of its common stock by provisions duly recited or referred to thereon.

**ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED**

Each stockholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**ARTICLE SIX
VOTING SHARES**

Each stockholder of the corporation owning common stock of record shall be entitled at each meeting of the stockholders of this corporation and upon each proposal presented at such meeting, to one vote, in person or by proxy, for each such share of stock standing in his or her name on the books of the corporation.

**ARTICLE SEVEN
DIRECTORS**

The business of the Corporation shall be managed by the stockholders of the Corporation rather than by a Board of Directors.

**ARTICLE EIGHT
PRINCIPAL OFFICE
REGISTERED OFFICE**

The initial principal office of the corporation shall be established and maintained at 15026 Madeira Way, Madeira Beach, Florida, 33708, and Robert L. Busch, Esquire, whose office is located at 17477 West Beaver Street, Jacksonville, Florida, 32234, shall be appointed and designated as the resident agent of the corporation upon whom process may be served.

**ARTICLE NINE
OFFICERS**

The officers of this corporation shall be: a President, and a Secretary/Treasurer and all of such officers shall be elected by the stockholders at the time and in the manner prescribed in the By-Laws, shall hold their respective offices for one year or until their successors are duly elected and qualified, and shall have such powers and duties as may be prescribed by the By-Laws and determined by the stockholders. The stockholders may appoint or elect such Assistant Secretaries and Assistant Treasurers and such

other officers as they deem desirable or necessary. Any person may hold two or more offices except that the President shall not be also either Secretary or Assistant Secretary of said corporation.

ARTICLE TEN INDEMNIFICATION

The corporation shall indemnify any person made a party to any suit by reason of the fact that he was a stockholder or officer of the corporation and may indemnify any employee or agent who is made a party to suit, all to the extent permitted under the laws of the State of Florida; any such indemnification shall not preclude any other rights available to such parties. The By-Laws of the corporation may provide further and additional indemnification not inconsistent with the laws of the State of Florida.

ARTICLE ELEVEN AMENDMENT

These Articles of incorporation shall be amended in the manner provided by law. Every amendment shall be approved by the stockholders at a stockholders meeting by at least a majority of the stock entitled to vote thereon, unless all of the stockholders entitled to vote thereon sign written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE TWELVE

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual, entity, or firm shall be in any way invalidated or otherwise affected by the fact that any one or more of the stockholders of this corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation. Any stockholder of this corporation individually or any firm or association of which any stockholder may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or she individually or as a member of such firm or association is so interested, shall be disclosed or shall have been known to the stockholders or a majority of the members thereof and any stockholder of this corporation who is also a stockholder of such other corporation or who is so interested may be counted in the existence of a quorum at any meeting of the stockholders, or of any committee of this corporation, which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he or she were not such a stockholder or officer of such other corporation or not so interested.

ARTICLE THIRTEEN
INCORPORATOR

The name and address of the incorporator is:

Robert L. Busch, Esquire
17477 West Beaver Street
Jacksonville, Florida 32234

IN WITNESS WHEREOF, I have subscribed my name this 15th day of
May, 1996.

Robert L. Busch
Robert L. Busch
Incorporator

STATE OF FLORIDA)
COUNTY OF DUVAL) SS

On this 15th day of May, 1996, before me, DAWN ALLEN,
a Notary Public, the undersigned officer, personally appeared
Robert L. Busch, known to me to be the person whose name is
subscribed to the within instrument, and acknowledged that he
executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Dawn Allen
Notary Public

DAWN ALLEN
Notary Public, State of Florida
My comm. expires Sept. 3, 1996
Comm. No. CC225765

STATE OF FLORIDA
DEPARTMENT OF STATE

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Certificate Designating Place of Business or Domicile for Other Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

The following is submitted in compliance with Chapter 607.034 Florida Statutes:

Orthogonal Technologies, Inc., a corporation organizing under the laws of the State of Florida, with its principal office at 15026 Madeira Way, Madeira Beach, Florida, 33708, has named ROBERT L. BUSCH, whose office is located at 17477 West Beaver Street, City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Thomas Rask	President	259 F Medallion Blvd. Madeira Beach, FL 33708
Elise Lacher	Secretary/ Treasurer	5666 Seminole Blvd. Seminole, FL 34642

DIRECTORS:

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

By: Robert L. Busch
Incorporator

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep my office open during prescribed hours; to post my name and address (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with, and accept, the obligations provided for in Section 607.325 Florida Statutes.

Filing Fee: \$35.00

Robert L. Busch
Robert L. Busch
17477 West Beaver Street
Jacksonville, Florida 32234
(904) 266-2356



ORTHOGONAL TECHNOLOGIES INC.

P.O. BOX 8044, MADEIRA BEACH, FL 33738-8044, USA
PHONE: (813) 596-9916 FAX: (813) 596-5062
(813) 596-8344

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To: Florida Department of State

From: Thomas Rask (President)

Dear Sir/Madam;

Please find enclosed the completed papers necessary for the change of name of my corporation from Orthogonal Technologies to Rask Inc (amendment documents). I also enclose a check for the amount of \$43.75 (\$35 for the filing fee and \$8.75 for a certificate of status).

If you have any questions, please contact me (address and telephone numbers in the letterhead). Otherwise, I look forward to receiving confirmation of the change shortly.

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Regards,

Thomas Rask

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RECEIVED
DIRECTOR OF REVENUE
STATE OF FLORIDA

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REC. AUG 13 1997

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SECRETARY OF STATE
DIVISION OF CORPORATION

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ORTHOGONAL TECHNOLOGIES, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE ONE : THE NAME OF THE
CORPORATION SHALL HENCEFORTH BE
RASK, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 29-JUL-97.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____,"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29 day of JULY, 19 97.

Signature

Th. Rask (THOMAS RASK, PRESIDENT)

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

THOMAS RASK

Typed or printed name

PRESIDENT

Title