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ACCOUNT NO. : 072100000032

REFERENCE : 123693 4306827

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 78.75

ORDER DATE : February 4, 1999

ORDER TIME : 11:49 AM

ORDER NO. : 123693-005

CUSTOMER NO: 4306827

200002764822--7

CUSTOMER: Ms. Judy Hoodiman
ABRAMS ANTON, P.A.
ABRAMS ANTON, P.A.
2021 Tyler Street

Hollywood, FL 33022

DOMESTIC FILING

NAME: HUMAN INTERACTIVE
TECHNOLOGY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

JP 2/4/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 5:37

DIVISION OF CORPORATION

99 FEB -4 PM 12:53

RECEIVED

**ARTICLES OF INCORPORATION
OF
HUMAN INTERACTIVE TECHNOLOGY, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 5: 37

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida:

1. NAME. The name of this corporation and the mailing address of the corporation are: **HUMAN INTERACTIVE TECHNOLOGY, INC.**, 100 East Linton Boulevard, Suite 500-A, Delray Beach, Florida 33483.

2. PURPOSE. The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

3. CAPITAL STOCK. This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

4. DURATION. This corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist perpetually thereafter until sooner dissolved according to law.

5. INITIAL BUSINESS OFFICE AND REGISTERED AGENT. The mailing address of the initial business office of this corporation is and the name of the initial registered agent of this corporation is, **Shepard Alster** 100 East Linton Boulevard, Suite 500-A, Delray Beach, Florida 33483.

6. INITIAL BOARD OF DIRECTORS AND OFFICERS. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and

address of the director of this corporation is: **Shepard Alster**, 100 East Linton Boulevard, Suite 500-A, Delray Beach, Florida 33483.

The initial officers of the corporation will be:

President - **Shepard Alster**
Secretary - **Shepard Alster**

8. INCORPORATOR. The name and address of the person signing these Articles is: **Shepard Alster**, 100 East Linton Boulevard, Suite 500-A, Delray Beach, Florida 33483.

9. INDEMNIFICATION. The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

10. BY-LAWS. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

11. AMENDMENTS. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation, this 2nd day of February, 1999.



SHEPARD ALSTER

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Delray Beach, County of Palm Beach, State of Florida, has named **Shepard Alster**, whose address is 100 East Linton Boulevard, Suite 500-A, Delray Beach, Florida 33483, as its agent to accept service of process within this State.

ACKNOWLEDGMENT OF DESIGNATED AGENT:

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



SHEPARD ALSTER

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FILED
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DIVISION OF CORPORATIONS
99 FEB -4 PM 5: 37