

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

F02000002418

CONTACT: Pam
DATE: 5-15-02
REF. #: 0478.6672
CORP. NAME: A3 Technologies Inc

FILED
02 MAY 15 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

5

600005537696--0
-05/15/02-01029-021
*****70.00 *****70.00

STATE FEES PREPAID WITH CHECK# 1112 FOR \$ 70.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | |
|--|---|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING |
| <input type="checkbox"/> CERTIFICATE OF STATUS | BK |

Examiner's Initials

RECEIVED
02 MAY 15 AM 11:52
PLAIN STAMPED COPY

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: A3 TECHNOLOGIES, INC.
(Name of corporation - must include suffix)

FILED
02 MAY 15 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

THOMAS J. FRASER, JR., ESQ.
(Name of Person)

A3 TECHNOLOGIES, INC.
(Firm/Company)

814 N. ALA, SUITE 301
(Address)

POUNCE VEDRA BEACH, FL 32082
(City/State and Zip code)

For further information concerning this matter, please call:

T.J. FRASER at (904) 543-8465
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

#1112
4/30/02
\$70.00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

FILED
02 MAY 15 PM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. A3 TECHNOLOGIES, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 36-4480605

(FEI number, if applicable)

4. NOVEMBER 16, 2001

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 1, 2002

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 814 N. A1A, SUITE 301, PONTE VEDRA BEACH, FL 32082

(Principal office address)

814 N. A1A, SUITE 301, PONTE VEDRA BEACH, FL 32082

(Current mailing address)

8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER DELAWARE LAW
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: JAMES I. VANCE BERRY, ESQ.

Office Address: ONE INDEPENDENT DRIVE, SUITE 2000

JACKSONVILLE

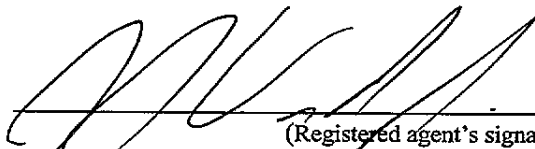
(City)

, Florida 32202

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: JOE K. HAWKINS

Address: 814 N. A1A, SUITE 301

PONTE VEDRA BEACH, FL 32082

DIRECTOR Vice-Chairman: ~~JOE K. HAWKINS~~ RICHARD MAYES

Address: 2113 ENTERPRISE STREET

GREENSBORO, NC 27408

Director: TOM REDDICK

Address: _____

Director: KIMBERLY KELLY WINTENBERG

Address: _____

B. OFFICERS

President: JOE K. HAWKINS

Address: 814 N. A1A, SUITE 301

PONTE VEDRA BEACH, FL 32082

Vice President: MATTHEW S. PARKS

Address: 814 N. A1A, SUITE 301

PONTE VEDRA BEACH, FL 32082

Secretary: MATTHEW S. PARKS

Address: 814 N. A1A, SUITE 301, PONTE VEDRA BEACH, FL 32082

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joe K. Hawkins
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOE K. HAWKINS, PRESIDENT / CHAIRMAN
(Typed or printed name and capacity of person signing application)

FILED
02 MAY 15 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

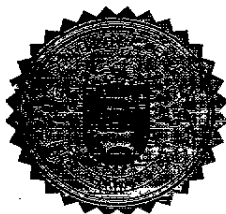
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A3 TECHNOLOGIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "A3 TECHNOLOGIES, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3457727 8300

AUTHENTICATION: 1772957

020302675

DATE: 05-13-02