

N07000008811

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

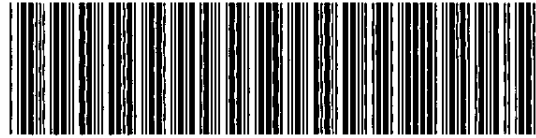
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2008 MAR 24 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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News
3/26/08

Alfieri and Associates, LLC.
ATTORNEYS AND COUNSELORS AT LAW

2401 W. CYPRESS CREEK ROAD
FT. LAUDERDALE, FLORIDA 33309

TELEPHONE: (954) 315-4315

FACSIMILE: (954) 301-2622

EMAIL: PRA@Comcast.net

PAUL R. ALFIERI, ESQ.

March 21, 2008

Secretary of State
Ms. Susan Payne
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Reference: GEOGEBRA INC.
Not for Profit – Restated Articles of Incorporation

Dear Ms. Payne:

This letter is in response to the Division's correspondence dated March 13, 2008 and our phone conversation on 3/19/08 regarding the above incorporation advising that the Restated Articles of Incorporation which we mailed to you were not filed due to a missing comma in the corporate name.

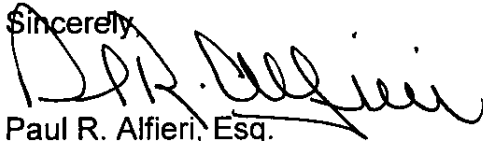
Enclosed are a fully executed original and one copy of the Restated Articles of Incorporation for the above captioned corporation correcting the name of the corporation listed at the top of the Restated Articles of Incorporation to reflect the original corporate name without a comma. Please note that Article One of the Restated Articles of Incorporation changes the name of the corporation to include the comma.

Our check in the amount of \$35.00 representing the applicable filing fees to record the Restated Articles of Incorporation was delivered to your office in our original filing.

Please record and return a copy of the Restated Articles of Incorporation marked "Filed" to my office at your earliest convenience.

Thank you for your help in this matter.

Sincerely,



Paul R. Alfieri, Esq.

PRA/pjc
Encl.

RECEIVED
2008 MAR 24 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 13, 2008

PAUL R. ALFIERI, ESQ.
ALFIERI AND ASSOCIATES, LLC.
2401 W. CYPRESS CREEK ROAD
FORT LAUDERDALE, FL 33309

SUBJECT: GEOGEBRA INC.
Ref. Number: N07000008811

We have received your document for GEOGEBRA INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

There is no comma in the name. If you add a comma the amendment will be filed as a name change.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 708A00015457

Alfieri and Associates, LLC.
ATTORNEYS AND COUNSELORS AT LAW

2401 W. CYPRESS CREEK ROAD
FT. LAUDERDALE, FLORIDA 33309

TELEPHONE: (954) 315-4315

FACSIMILE: (954) 301-2622

EMAIL: PRA@Comcast.net

PAUL R. ALFIERI, ESQ.

March 5, 2008

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

Reference: GEOGEBRA, INC.
Not for Profit – Restated Articles of Incorporation

Dear Sir or Madam:

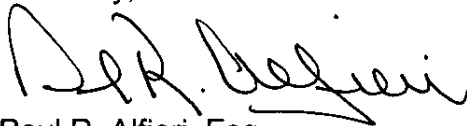
Enclosed are a fully executed original and one copy of the Restated Articles of Incorporation for the above captioned corporation.

Also enclosed is a check in the amount of \$35.00 representing the applicable filing fees to record the Restated Articles of Incorporation.

Please return a copy of the Restated Articles of Incorporation marked "Filed" to my office at your earliest convenience.

Thank you for your help in this matter.

Sincerely,



Paul R. Alfieri, Esq.

PRA/
Encl.

RESTATED ARTICLES OF INCORPORATION
OF
GEOGEBRA INC.

Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following restated articles of incorporation.

ARTICLE ONE

NAME

The name of this corporation shall be **GEOGEBRA, INC.**

ARTICLE TWO

ADDRESS OF PRINCIPAL OFFICE

The address of the initial principal office of the corporation shall be **124 SW 96 Avenue, Plantation, Florida 33324.**

ARTICLE THREE

PURPOSES AND POWERS

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "Code" and the making of distributions to or on behalf of organizations which qualify as exempt organizations under section 501(c)(3) of the Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE FOUR

DIRECTORS

The board of directors shall be elected as provided for in the bylaws of the corporation.

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TALLAHASSEE, FLORIDA

ARTICLE FIVE

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE SIX

BYLAWS

The bylaws of the corporation shall be made by the board of directors and may be amended, altered or rescinded by a majority vote of the board of directors present at any regular or special meeting called for that purpose.

ARTICLE SEVEN

AMENDMENTS

Amendments to the articles of incorporation shall be adopted by a majority vote of the board of directors currently in office at any regular or special meeting called for that purpose.

ARTICLE EIGHT

REGISTERED AGENT

The registered agent upon whom service of process against this corporation may be made is **Guy Barmoha**. The registered agent and the corporation's registered office are located at **124 SW 96 Avenue, Plantation, Florida 33324**.

ARTICLE NINE

INCORPORATOR

The name and mailing address of the incorporator is **Markus Hohenwarter** who resides at **2650 Greenwood Terrace, Apt.122, Boca Raton, Florida 33431**.

ARTICLE TEN

EARNINGS AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for political office. The corporation shall not, except

in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

ARTICLE ELEVEN

DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets of the corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine or shall be distributed to the federal government, or to a state or local government. Any such assets not disposed shall be disposed of by a court of competent Jurisdiction of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

CERTIFICATE

1. This restatement contains amendments to the articles of incorporation that do not require member approval.
2. The Restated Articles of Incorporation as set forth above constitute all of the articles of incorporation of **Geogebra, Inc.** as amended.
3. The date of adoption of the amendments was March 5th, 2008.
4. The amendments were adopted by the board of directors and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF we hereunto set our hands and seals, acknowledged and filed the foregoing Restated Articles of Incorporation under the laws of the State of Florida, this 5th day of March, 2008.



Markus Hohenwarter, President

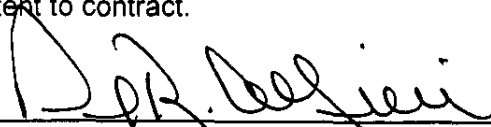
Attested to:



Judith Preiner, Secretary

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on the 5th day of March, 2008, before me, the undersigned authority, personally appeared Markus Hohenwarter, as president and Judith Preiner, as secretary, both well known to me and known to be the persons described in and who executed the foregoing instrument, or presenting _____ as identification, and they severally acknowledge the execution of said instrument for the uses and purposes therein expressed, and that they were natural persons competent to contract.


Paul R. Alfieri, Notary Public

My Commission Expires:

