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# ARTICLES OF INCORPORATION

SECRETARY OF STATE OF

**OF** 

# International Counter Measures Association Of Florida, Inc.

The undersigned, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

#### ARTICLE I: NAME

The name of the corporation is International Counter Measures Association Of Florida, Inc.

#### ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 170 West Dearborn Street, Englewood, Florida 34223.

## ARTICLE III: PURPOSE

The specific nature of business is for the creating of a trade organization intended to promote a better understanding of the methods/technologies available to businesses and government agencies to prevent counterfeiting and theft of documents, currency and smart cards.

# ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the bylaws of the corporation.

# ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is **David**A. Dunkin, 170 West Dearborn Street, Englewood, Florida 34223.

# ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of the corporation is four (4) initially. The manner in which the directors are elected is stated in the corporate bylaws. The name and address of each person who is to serve as a member of the initial Board of Directors is

Valerie Farrant

Greenacres, 82 Shalford Road, Duck End Green, Rayne, Braintree, Essex, CM7 5DF United Kingdom

William Klein
6200 Plateau Drive, Springfield, OH 45502

Douglas Gordon

Suite 245-156 Merivale Road, Neapean Ontario, Canada K2G 5Y7

David A. Dunkin 170 West Dearborn Street, Englewood, Florida 34223

## ARTICLE VII: NON-STOCK BASIS

The corporation is organized under a non-stock basis. 🗉

#### ARTICLE VIII: DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

# ARTICLE IX: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

## ARTICLE X: AMENDMENTS

The corporation reserve the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment( $\bar{s}$ ) thereto.

#### ARTICLE XI: CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of March, 1999.

"Capital Connection, Inc., by Lauren Strong, Client Representative"

n Strong

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of §607.0501 or §617.0501 of the Florida Statutes, the corporation identified in this Certificate, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

International Counter Measures Association Of Florida, Inc.

2. The name and address of the registered agent and office is:

DAVID A. DUNKIN 170 West Dearborn Street Englewood, Florida 34223

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DAVID A. DUNKIN

INVISION OF CORPORATION