

E. J. STEPHENSON
Requester's Name

4811 MEMORIAL HWY, #201
Address

TAMPA, FL 813-901-2031
City/State/Zip Phone #

PO0000075774

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. E (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

00 AUG 10 AM 10:22
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION OF eVISION TECHNOLOGIES USA, INC.

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this corporation is eVISION TECHNOLOGIES USA, INC. The principal office of this corporation is 4811 Memorial Highway, # 201 Tampa, FL 33634.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1989), as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation shall be authorized to issue two (2) classes of capital stock to be designated as common stock ("Common Stock") and preferred stock ("Preferred Stock"). The total number of shares of Common Stock that the corporation shall have authority to issue is ONE HUNDRED MILLION (100,000,000) at a par value of \$.0001 per share. The total number of shares of Preferred Stock that the corporation shall have authority to issue is TEN MILLION (10,000,000) at a par value of \$.0001 per share, and a stated value per share and issued in series as determined by the Board of Directors.

The holders of the Common Stock shall be entitled to one vote for each share held at all meetings of the Stockholders of the corporation.

As provided herein, the Board of Directors is authorized to determine:

- (A) The rate of dividends, if any, payable on the shares of Common Stock, and the time and manner of payment and whether or not such dividends shall be cumulative;
- (B) The amount, if any, payable upon shares of capital stock in the event of the voluntary or involuntary liquidation, dissolution, or winding up of the corporation, and the manner and preferences of such payment.
- (C) Any and all conditions, features, and characteristics of the Preferred Stock of the Corporation, included, but not limited to the following:
 - (i) The redemption price and corresponding time, manner, and conditions of redemption for outstanding shares; and sinking fund provisions, if any, as the Board may authorize to be instituted;
 - (ii) The amount of interest payable per share, if any;
 - (iii) The conversion ratio of Preferred Stock into Common Stock, if any;
 - (iv) The rate of dividends payable, if any, payable on the shares of Preferred Stock, and the time and manner of payment and whether or not such dividends shall be cumulative;
 - (v) The voting rights per share of Preferred Stock, if any;
 - (vi) The number of shares of Preferred Stock to be issued in any one series, the stated value per share, and the configuration of each series and the total number of series that the company may issue at any one time;
 - (vii) Any and all amendments to Paragraph C herein.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8807 Citrus Village Drive, #206, Tampa, Florida 33626, and the name of the initial registered agent of this corporation at that address is Angeli Benjamin.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is E. J. Stephenson, 4811 Memorial Highway, #201, Tampa, Florida 33634.

ARTICLE VII - MANAGEMENT

Pursuant to the laws and authority of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors, and the stockholders:

- (A) The books of the Corporation may be kept at such place or places as may from time to time, be designated by the Board of Directors.
- (B) The business of the Corporation shall be managed by its Board of Directors: the Board of Directors shall have power to exercise all the powers of the Corporation, including (but not limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the corporation, real or personal, without any action of or by the stockholders, except as provided by statute or by the Bylaws.
- (C) Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner, as shall be provided in the Bylaws.
- (D) The Board of Directors shall have the power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholder in any Bylaws adopted by them from time to time.
- (E) The Board of Directors shall have the power, in its sole discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.
- (F) The Board of Directors shall have the power, in its sole discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the stockholders.
- (G) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefore may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.
- (H) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION is E. J. Stephenson, 4811 Memorial Highway, #201, Tampa, Florida 33634.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

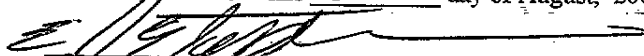
ARTICLE X - LIABILITY OF STOCKHOLDERS

The private property of stockholders shall not be subject to the payment of corporate debts.

ARTICLE XI - AMENDMENTS

This corporation reserve the right to amend or repeal any provisions contained in these ARTICLES OF INCORPORATION, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these ARTICLES OF INCORPORATION this 8th day of August, 2000.


E. J. Stephenson

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 8th day of August, 2000 by
E. J. Stephenson

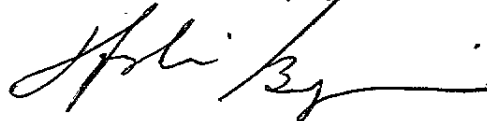
Notary Public

My Commission Expires:

May 2, 2003



Angeli Benjamin
Commission # 00234747
Expires May 2, 2003
Bonded Through
Atlantic Bonding Co., Inc.



**CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS
FOR SERVICE OR PROCESS WITHIN FLORIDA**

Pursuant to Section 48.901, Florida Statutes, eVISION TECHNOLOGIES USA, INC., desiring to organize under the laws of the State of Florida, hereby designates Angeli Benjamin, located at 8807 Citrus Village Drive, #206, Tampa, Florida 33626 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.


Angeli Benjamin

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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