

## TRANSMITTAL LETTER

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

T. Burch OCT 25 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 26, 2000

FELIPE A. LAVERDE  
1400 E. OAKLAND PARK BLVD STE 207  
FT LAUDERDALE, FL 33442

SUBJECT: NEO-MOTION INC.  
Ref. Number: W00000010982

We have received your document for NEO-MOTION INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the original and one copy of 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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 300A00022917

ARTICLES OF INCORPORATION  
OF  
NEOMOTION INC.

FILED  
00 OCT 23 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES

WE, THE UNDERSIGNED, ASSOCIATE OURSELVES TO BECOME A  
FLORIDA CORPORATION.

ARTICLE I.

The name of the corporation shall be NEOMOTION INC. and shall have  
perpetual existence.

ARTICLE II.

The general nature of business to be transacted is miscellaneous and  
shall be any lawful business for the state of Florida and all acts property incidental  
thereto.

ARTICLE III.

The maximum authorized Capital Stock of this Corporation shall be Ten  
Thousand (10,000) Shares of Common Stock of a par value of One Dollar (1.00) each.

ARTICLE IV.

The amount of Capital with which this Corporation shall commence shall  
be five hundred (\$500) Dollars.

ARTICLE V.

The principal office of said Corporation shall be 2580 N. Powerline Rd.  
Suite 602, Pompano Beach, Florida 33069.

ARTICLE VI

The number of Directors of this Corporation shall be not less than Two  
(2) nor more than Three (3).

#### ARTICLE VII

The names and Post Office Addresses of the first Board of Directors of this Corporation and the Officers, all of whom shall hold office for the first year or until their successors are chosen, are:

Carlos E. Marciales	PRESIDENT
822 Honey Springs Dr.	
Woodstock, GA 30189	

Jason A. Kronz	VICE - PRESIDENT
795 Simon Ives Dr.	
Lawrenceville, GA 30045	

#### ARTICLE VIII.

The names and Post Office addresses of each Subscriber and the number of shares of stock which each agree to take are:

Carlos E. Marciales	250 Shares
822 Honey Springs Dr.	
Woodstock, GA 30189	

Jason A. Kronz	250 Shares
795 Simon Ives Dr.	
Lawrenceville, GA 30045	

#### ARTICLE IX.

The Board of Directors shall initially have the power to enact by-laws, but upon by-laws being enacted and adopted, no amendment shall be made to them thereafter except by the stockholders.

#### ARTICLE X

No amendment of this Certificate of Incorporation can be made except upon the affirmative vote of holders of record of Fifty-One (51%) percent of the stock of the Corporation.

ARTICLE XI

In pursuance of Chapter 48.091, Florida Statutes, the following Designation of Resident Agent is by this Article submitted in compliance with said Act:

First, that, NEOMOTION INC desiring to organize under the laws of the state of Florida with Its principal office as indicated in Article V. of this Certificate, at the city of Fort Lauderdale and County of Broward, State of Florida, has Felipe A. Laverde of 610 Emerald Way West, Deerfield Beach, Fl 33442 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to Accept service of process for the above stated Corporation at the place designated in this Certificate, I, Felipe A. Laverde, do hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said Office.

By: 

FELIPE A. LAVERDE

As Resident Agent



CARLOS E. MARCIALES, President

Dated this 10<sup>th</sup> day of October, 2000.