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Requester's Name

Address

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00 DEC 22 PM 2:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AIM MORTGAGE OF BROWARD, INC.

(954) 351-5007

P.O. BOX 23470

FT LAUDERDALE, FL 33307-3470

Office Use Only

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

1. MATRIXPLAYER.COM, Inc.
(Corporation Name) (Document #) **000003511400--8**
-12/22/00--01028--004
*****78.75 *****78.75
2. _____
(Corporation Name) (Document #)
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4. _____
(Corporation Name) (Document #)

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NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

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

Examiner's Initials

PH

1/2/02

ARTICLES OF INCORPORATION

OF

MATRIXPLAYER.COM, INC

The undersigned, for the purpose of forming a corporation under the Florida General

Corporation Act, does hereby adopt the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the proposed corporation shall be:

MATRIXPLAYER.COM, INC

ARTICLE II

The general nature of the business and the object and purposes proposed to be

Transacted and carried on, are to do any and all things hereinafter mentioned, as

fully and as to the same extent as natural persons might or could do, viz.:

- A) To act as agent, broker, or managing agent for any person, firm, associations, corporations or companies. To further their business, to operate, manage, or conduct business on their behalf subject to a limitations prescribed by the statues of the State of Florida:
- B) Generally to promote the COMPUTER BUSINESS, ASSOCIATION OR OTHER BUSINESS.
- C) The corporation shall have the powers, without limitation whatsoever, which corporation may legally exercise under the laws of the state of Florida under which this corporation is formed:
- D) The corporation shall have the power in carrying on its business, or for the purpose of accomplishment of any of the purposes, or attainment of any objects herein above mentioned, to make and

perform contracts of any kind and description, and do any and all other acts and things and to exercise any and all other powers, either as principal, agent or broker, conferred by the Law of Florida upon corporations formed under the acts herein above referred to, and which a co-partnership or natural person could do and exercise; and which now or hereafter may be authorized by law;

E) In addition, the Corporation shall have the following specific powers:

- 1) To elect or appoint officers and agents of the corporation and to fix their compensation;
- 2) To act as an agent for any individual, association, partners corporate or other legal entity;
- 3) Subject to limitation prescribed by the statute, of this State to purchase, subscribe for or otherwise acquire and to hold the shares, stocks or obligation of any company stocks or obligation of any company organized under the laws of this State or any other State or any territory of the United States, or of any Foreign Country and to sell or exchange the same;
- 4) The Corporation may perform any part of its business outside of the State of Florida, in the other State or possessions of the United States and foreign Countries:
- 5) To borrow or raise money for the purposes of the Corporation.

ARTICLE III

A) The maximum number of shares that this corporation is authorized to

have outstanding at any time is TWO MILLION (200,000,000.) shares of common stock, one twentieth of one cent (\$.0005) par value per share. The transfer of stock shall be restricted. In case a stockholder desires to sell his share or shares of stock, he must first offer them for sale to the remaining stockholders on a pro rata basis, it being the intention hereof to give them a preference in the purchase of same, and any attempted sale in violation of this provision is null and void. A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms of sale are accepted by any or all of the other stockholders, or the corporation, within three (3) months thereafter, they shall be deemed to have waived their privilege of purchasing, and he shall be at liberty to sell to anyone else, according to the same terms as filed with the corporation.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The street address or the initial registered office of this corporation is 1919 NE 45 ST. SUITE 118 FT LAUDERDALE, FL 33308 and the registered agent at that address
ROBERT J MARTINEZ

ARTICLE VI

The number of directors may be either increased or decreased from time to time, by the bylaws but shall never be less than one.

ARTICLE VII

The name and address of the incorporator is:

ROBERT J MARTINEZ
1919 NE 45 ST SUITE 118 FT LAUDERDALE, FL 33308

ARTICLE VIII

The officers and directors of this corporation are hereby indemnified from liability of any kind or nature whatsoever for any and all acts which they perform in their official duties provided that such acts were performed in good faith.

No contract or other transaction between this corporation, and any other corporation, shall be affected or invalidated by the fact that any one or more of the directors of this corporation is, or are, interested in, or is a director or officer, or any directors, or is a director or officer, or are directors or officer, of such corporation.

ARTICLE IX

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation. Such right to amendment or repeal shall be by majority vote of the stockholders with the exception of Article III, which article shall require unanimous vote by the stockholders.

ARTICLE X

THE BUSINESS ADDRESS 5750 N POWER LINE RD FT LAUDERDALE, FL 33309

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of DEC 2000

ROBERT J MARTINEZ

Robert J Martinez

STATE OF FLORIDA)

)

SS.

COUNTY OF BROWARD _____

BEFORE ME, personally appeared ROBERT J MARTINEZ to me well known and known to me to be the person described as the incorporator in and who executed the foregoing Article of Incorporation, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS, my hand and official seal this 18 day of DEC 2000.

Stanley B. Bujalski

Notary Public

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE, with Florida Statutes Section §48.091, the following is submitted


That **MATRIXPLAYER.COM**, INC, desiring to organize or

qualify under the laws of the State of Florida, with its principal place of business at City of
FT LAUDERDALE, State of Florida, has named ROBERT J MARTINEZ, located at 1919
NE 45 ST SUITE 118, Fort Lauderdale, FL 33308 as its agent to accept service of process
within Florida.


REGISTERED AGENT

Date: 12-18-00

HAVING BEEN NAMED to accept service of process for the above stated corporation, at
that place designated in this certificate, I hereby agree to act in this capacity and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Resident Agent,
ROBERT J MARTINEZ

Date: 18 DAY OF DEC , 2000