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FLORIDA PROFIT CORPORATION OR P.A.

GLOBALTRAC, INC.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

OF

GLOBALTRAC, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation in accordance with the laws of the State of Florida.

ARTICLE I-NAME

The name of this corporation is GLOBALTRAC, INC.

ARTICLE II-ADDRESS

The initial post office address of the principal office of this corporation is: 1649 w. Ean Gallie Blvd., Melbourne, Florida 32935.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of common stock having no par value.

ARTICLE IV-REGISTERED AGENT

The initial registered agent of this corporation is G. Philip J. Zies, and the initial registered office is 15 Silver Palm Avenue, Melbourne, Florida 32901.

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ARTICLE V.-INCORPORATOR

The incorporator to these Articles of Incorporation is G. Philip J. Zies, whose address is 15 Silver Palm Avenue, Melbourne, Florida 32901.

ARTICLE VI.-NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE VII.-INITIAL CAPITAL

The amount of capital with which this corporation will begin business is TWO HUNDRED (\$200.00) DOLLARS.

ARTICLE VIII.-TERM OF EXISTENCE

This corporation shall commence upon the execution of these Articles of Incorporation and shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE IX.-DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by Stockholders and shall never be less than one (1).

ARTICLE X.-INITIAL DIRECTORS

The name and post office address of the first Director is:

Name

Address

David E. Shein

1649 W. Eau Gallie Blvd.
Melbourne, Florida 32935

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any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XV.- VOTING TRUSTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of his shares.

ARTICLE XVI.- CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a Director or officer of, such other corporation, and any Director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation, or in which this corporation is interested; and no contract or other transaction of this corporation with any person, firm, association or corporation, shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm, association or corporation, and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any person, firm, association or corporation in which he may be in any way interested.

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ARTICLE XVII- ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida, and of the purposes and objects hereinabove stated, this corporation shall have, all and singular, the following powers:

This corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, association or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

This corporation shall have the power to deny to the holders of the common stock of this corporation any preemptive right to purchase or subscribe to any new issues of any type of stock of this corporation, and no Shareholder shall have any preemptive right to subscribe to any such stock.

This corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such Shareholder as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the By-Laws adopted by the Shareholders of this corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

This corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any Shareholder who dies, in accordance with the By-Laws adopted by the Shareholders of this corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

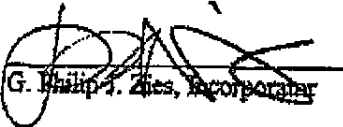
This corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

- 1) a pension plan;
- 2) a profit sharing plan, if such a plan is not otherwise prohibited by the Code of Ethics of the Profession;
- 3) a stock bonus plan;
- 4) a thrift savings plan;
- 5) a restricted stock option plan; or
- 6) other retirement or incentive compensation plans.

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IN WITNESS WHEREOF, the incorporator hereto has executed these Articles of Incorporation,
this 5 day of JANUARY, 2001.


G. Philip J. Zies, Incorporator

Acceptance by Registered Agent:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the duties and responsibilities of Registered Agent for said corporation.

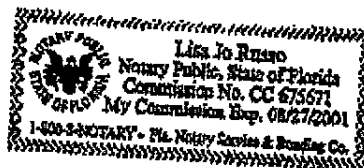

G. Philip J. Zies - Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

SWORN AND SUBSCRIBED before me this 5 day of JANUARY, 2001, by G. PHILIP J. ZIES who is personally known to me or has produced a Florida driver license as identification.


NOTARY PUBLIC

My commission Expires:



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