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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****87.50 *****87.50

SUBJECT: mpX TECHNOLOGIES. INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ROBERT L. ALEXANDER
Name (Printed or typed)

4460 38TH WAY SOUTH
Address

ST PETERSBURG FL. 33711
City, State & Zip

727-864-1622
Daytime Telephone number

FILED
01 APR 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

D. WHITE APR 20 2001

ARTICLES OF INCORPORATION

for

mpX Technologies, Inc.

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned subscribers to these articles of incorporation are under no disability and are competent to form this corporation under the Florida Business Corporation Act and under the laws of the State of Florida.

Article I. Name

The name of the corporation shall be: mpX Technologies, Inc.

Article II. Initial Address & Registered Agent

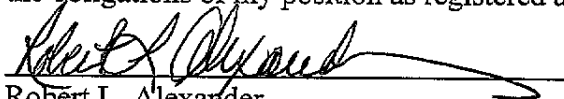
The principal place of business and mailing address of mpX Technologies, Inc. is:

4460 38th Way South
St. Petersburg, Florida 33711

or at such other place within or without of the State of Florida as may be designated by the Board of Directors.

The corporation hereby designates Robert L. Alexander as its initial registered agent at said address noted above.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated above, 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.


Robert L. Alexander

April 17, 2001
Date

Article III. Duration

The duration of the corporation shall be perpetual.

Article IV. Nature of Business

The general nature of the business to be transacted by this corporation is any and all lawful business for which corporations may be incorporated in under the Corporation Act of the laws of the State of Florida.

Article V. Capital Stock

The corporation shall have authority to issue 50,000,000 shares of stock with no stated or par value.

Article VI. Directors and Officers

The corporation's initial Board of Directors shall consist of two (2) directors who shall be directly responsible to the stockholders until such time as a new board may be selected. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. The names and addresses of the initial directors and officers are as follows:

Greg Gustin, CEO/President
mpX Technologies, Inc.
97 Cole Danley Drive
Lake Placid, Florida 33852

Robert L. Alexander, C.O.O. & Secretary
mpX Technologies, Inc.
4460 38th Way South
St. Petersburg, Florida 33711

Article VII. Incorporator

The incorporator of mpX Technologies, Inc. is: Robert L. Alexander.

Article IX. Amendments

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment to them. Further, any right conferred upon the shareholders is subject to this revision.

Article X. Indemnification

The corporation shall indemnify each and every officer and director, including former officers and directors, to the full extent permitted by law, against all expenses and liabilities, claims or levies including all costs of legal fees and/or legal counsel incurred or imposed upon the directors or officers in connection to any proceeding, action or payment of any settlement of any kind related to being an officer or director of the corporation. All retainer, costs, and fees shall be immediately paid for the officer or director from corporate funds and/or guaranteed by the corporation, and the officer or director shall have no responsibility to reimburse or repay the corporation in any manner, nor shall any salary, fees or compensation due the officers or directors be withheld or offset in any manner. The foregoing rights shall be in addition to and not exclusive of all other rights to which such officers and directors may be entitled.

Article XI. Rights of Initial Directors

The initial directors shall have the right to be directors and officers of the corporation so long as they remain stockholders, or represent a stockholder in any general partner or beneficial capacity of the corporation. By acquiring stock in this corporation each shareholder agrees to abide by this right and to elect the initial directors named in these articles of incorporation to the office of directors and officers as long as those directors remain shareholders and/or represent a shareholder of the corporation. This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, or by the Articles of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation. The Articles of Incorporation may not be amended in any way without the written consent of the initial director, Robert L. Alexander, or his successor.

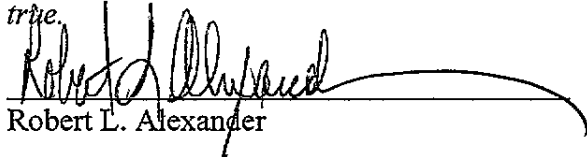
Article XII. Bylaws

The power to adopt, alter, amend and repeal the bylaws shall be vested in the Board of Directors; but all alterations, amendments and repeals of the bylaws must be approved by majority vote relative to their respective voting power, of the shareholders.

Article XIII. Commencement of Corporate Existence

In accordance with Section 607.167 of the Florida Statutes, the date when corporate existence of mpX Technologies, Inc. shall commence is the date of subscription and acknowledgement of these articles of incorporation.

I, the undersigned, being the Incorporator hereinbefore named for the purpose of forming a corporation pursuant to the General Corporation Laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


Robert L. Alexander

April 17, 2001

Date

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