

TRANSMITTAL LETTER

P01000083953

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

SUBJECT: WORLDWIDE IT TEAMS
(Proposed corporate name - must include suffix)

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 24 PM 12:44
TO AGENCY OF FILING
SUFFICIENCY OF FILING

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: RONALD KEITH WALKER
Name (Printed or typed)

3813 N. MONROE ST
Address

TALLAHASSEE, FL 32303
City, State & Zip

850 - 504 - 8965
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

21 AUG 24 PM 1:03

APPROVED
AND
FILED

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

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

[Handwritten signature]

ARTICLES OF INCORPORATION
FOR
WORLDWIDE IT TEAMS, INC.

A CORPORATION FOR PROFIT

The undersigned, acting as Incorporator of a corporation, under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

I. NAME

The name of the corporation is **WORLDWIDE IT TEAMS, INC.**

II. TERM

The period of duration of the corporation is perpetual.

III. PURPOSE

The purpose, or purposes, for which the corporation is organized is to market information technology (IT) services, web design services, consulting services and any and all associated computer hardware and software deemed necessary to support same IT services and to do all other things incidental to or connected with such that are not forbidden by the Florida Corporation Laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or by the foreign country; and further, to engage in any other activity or business permitted under the laws of the United States and of this state.

IV. CAPITAL STOCK

- (a) Authorized Shares. 1000 shares of capital stock at \$1.00 per share (\$1.00 par value).
- (b) Initial Issues. 1000 shares at \$1.00 par value.

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- (c) Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be stated capital of the corporation at any particular time.
- (d) Restriction of Transfer of Shares. None of the shareholders of the corporation shall make any transfer of stock unless he or she shall have first offered those shares to the corporation and to the other shareholders of the corporation in the manner and to the extent hereafter set forth.
 - 1. Every offer shall be in writing.
 - 2. The corporation shall have a prior option to purchase the stock by notice of acceptance to offeror within thirty (30) days after notice of transfer. Upon failure of the corporation to exercise its options to so purchase the shares of the stock, the non-offering shareholders of the corporation shall have the option exercisable within forty-five (45) days of notice of the offer of transfer of stock to purchase the stock in the proportion in which the stock then owned by each of them bears to all issued and outstanding stock of the corporation, excluding the stock of the offeror and that of his spouse or his children. The option granted under this paragraph may be exercised by the corporation or purchasing shareholder by giving written notice to the offeror of their intention to exercise the option, within the period of time specified.
 - 3. This agreement shall be binding upon the heirs, guardians, personal representatives and assigns of each of the shareholders.
- (e) Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.
- (f) Capital Structure – Corporation. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than Seventy Five (75) persons. Stock will be issued and transferred only to (1) natural persons, (2) Estates, or (3) a trust as described in Title 26 United States Code 1361 defining a qualified small business corporation. In addition, no stock shall be issued or transferred to a non-resident alien.

V. REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the corporation is 3813 North Monroe Street, Tallahassee, FL 32303 and the name of the initial registered agent at such address is **RONALD KEITH WALKER**.
Principal address is same as registered address.

VI. DIRECTORS

- (a) The Board of Directors shall consist of not more than seven (7) members and not less than three (3) members, who need not be residents of the State of Florida or shareholders of the corporation.
- (b) The name and address of the person who will serve as Directors until the first annual meeting of the shareholders, or until their successors shall been elected and qualified, is as follows:

RONALD KEITH WALKER
CEO

3813 North Monroe Street
Tallahassee, FL 32303

PEGGY HARRIS
Chairman of the Board

2048 Longview Drive
Tallahassee, FL 32303

ADRIAN VAUGHN WALKER
Vice Chairman

4069A Shenandoah Avenue
St. Louis, MO 63110

CHERYL FELECIA WALKER
Secretary

1811 Oxford Lane
St. Louis, MO 63110

VII. INCORPORATOR

The name and address of the initial incorporator is:

RONALD KEITH WALKER

3813 North Monroe Street
Tallahassee, FL 32303

VIII. SHAREHOLDERS' ACTION

A majority of the stockholders of the corporation shall be required for any shareholder action.

IX. AMENDMENTS

The shareholders shall have the power to amend, adopt, alter, change, or repeal the Articles of Incorporation when proposed or approved at a shareholders meeting, with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Tallahassee, Leon County, Florida, on this 24th day of August, 2001.


RONALD KEITH WALKER

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Ronald Keith Walker
Signature/Registered Agent

8/24/01
Date

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AND
FILED

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TALLAHASSEE, FLORIDA