

PO1000097318

Requester's Name

Glenda Madaris Oglesby  
1311 Dab Dr.  
Seffner, Florida 33584

Phone #

Office Use Only

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 OCT -4 PM 1:19

FILED

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

1. STARTECH Telemedia Resources, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

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3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**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

P.S./S/O/L

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**ARTICLES OF INCORPORATION  
OF  
STRATEGIC TELEMATRIX RESOURCES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby associate themselves  
Together to form a Corporation for profit under the Laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation shall be STRATEGIC TELEMATRIX RESOURCES, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

331 16<sup>TH</sup> Street North  
St. Petersburg, Florida 33705

**Name and address of the initial registered agent is**

Glenda Madaris Oglesby  
1311 Dab Dr.  
Seffner, Florida 33584

The Board of Directors may, from time to time, designate such other addresses and place for  
the principal office of this corporation as it deems fit.

**ARTICLE III**

**NATURE OF THE BUSINESS**

The nature of the business of this corporation shall be to sell, lease, or rent telematrix  
technology software, hardware, and service to individuals, businesses, and government entities.

#### **ARTICLE IV**

##### **CAPITAL STOCK**

The maximum number of shares that this corporation shall be authorized to have outstanding at anytime is One Million (1,000,000) shares of common stock, each having the Par Value of \$10.00

#### **ARTICLE V**

##### **INITIAL CAPITAL**

The amount of capital with which the corporation shall begin business is One Hundred Thousand Dollars (\$100,000.00)

#### **ARTICLE VI**

##### **TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VII**

##### **DIRECTORS**

The Corporation shall have (5) Directors initially. The number of directors may be changed from time to time by the By-Laws.

#### **ARTICLE VIII**

##### **MANAGEMENT**

The business and affairs of the Corporation shall be managed by the shareholders of the Corporation and the Board of Directors.

#### **ARTICLE IX**

##### **INITIAL DIRECTORS**

The names and addresses of the first Board of Directors and subscribers who shall hold office Until their successors are elected and have qualified, are as follows:

**INITIAL DIRECTORS**

Glenda Madaris Oglesby  
President  
1311 Dab Dr.  
Seffner, Fl. 33584

Terry Wayne Curtis  
Vice President  
331 16<sup>th</sup> St. N.  
St. Petersburg, Fl. 33705

Steven Paul Contrascerie  
401 Margot Ct.  
Brandon, Fl. 33511

Joseph Arthur Williams Jr.  
12937 Arbor Isle Dr.  
Temple Terrace, Fl. 33637

Stephen A. Scott  
1185 Seville Ln. N.E.  
St. Petersburg, Fl. 33704

## **ARTICLE X**

### **EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon filing with the Secretary of State.

## **ARTICLE XI**

### **BY-LAWS**

The By-Laws of this corporation shall be promulgated by the Board of Directors and approved by a majority of the stockholders at any regular meeting. Thereafter, the By-Laws may be amended, altered or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose and then ratified by a majority of the stockholders at their regular scheduled meeting.

## **ARTICLE XII**

### **STOCK RESTRICTIONS**

Restrictions of stock: No holder of shares of stock of this corporation shall sell, assign, transfer, mortgage, alienate, pledge, hypothecate, or in any manner dispose of any stock of this corporation which he owns or may hereafter acquire except as follows:

#### **(A) Sale during lifetime**

Any shareholder who wishes to dispose of his or her stock interest in this corporation during their lifetime shall sell their stock interest to the corporation. The corporation will purchase the shares owned by the shareholder for the price and upon the terms and conditions as provided by the By-Laws of this corporation.

In the event that this corporation is unable to purchase all or part of the shares of stock owned by the selling shareholder, because of the corporation's financial condition or for any other reason, the remaining stockholders may do so for the same price and upon the same terms and conditions.

Each remaining shareholder may purchase such portion of the stock offered for sale as the number of his shares bears to the total number of shares owned by all shareholders other than those owned by the selling shareholder.

If the stock or any part of it is not purchased by the corporation, or the remaining shareholders, the selling shareholder may dispose of their stock to another person.

#### **(B) Purchase of stock upon shareholders death.**

Upon the death of a shareholder, the legal representative within six (6) months after the death of the shareholder, shall offer to sell all of the decedent's shares to the corporation for the price and upon the terms and conditions as provided by the By-Laws of this corporation.

In the event that this corporation is unable to purchase all or part of the shares of stock owned by the selling shareholder, because of the corporation's financial condition or for any other reason, the remaining stockholders may do so for the same price and upon the same terms and conditions.

Each remaining shareholder may purchase such portion of the stock offered for sale as the number of his shares bears to the total number of shares owned by all shareholders other than those owned by the selling shareholder.

If the stock or any part of it is not purchased by the corporation, or the remaining shareholders, the selling shareholder may dispose of their stock to another person.

NOTICE OF SALE OF STOCK: The shareholder or his legal representative shall offer his shares for sale by giving written notice by certified mail to the corporation. The corporation shall there-upon have thirty (30) days in which to make their purchase.

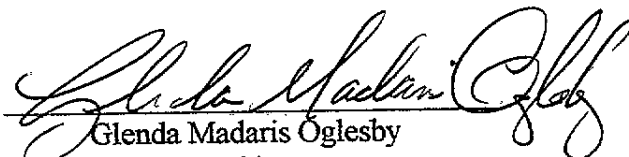
Endorsement on Stock Certificates: All certificates of this corporation owned by shareholders shall be endorsed with the following statement: "The shares of stock represented by this certificate are subject to the stock restrictions as contained in the charter of this corporation".

### **ARTICLE XIII**

#### **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at stockholder's meetings by a majority vote thereon, unless all the Directors and all the stockholders sign a written consent manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27<sup>th</sup> day of September, 2001

  
Glenda Madaris Oglesby  
President

I, accept the designation as registered agent for Strategic Telematrix Resources, Inc.

  
Glenda Madaris Oglesby

STATE OF Florida

COUNTY OF Hillsbrough

BEFORE ME, an officer duly authorized to take acknowledgments, on this day personally  
Appeared Glenda Madaris Oglesby who presented to me Florida Drivers License

FL. D 242-297-55-751-0 xDL

Who is known to be the person who executed the foregoing Articles Of Incorporation  
For the Purposes herein stated.

WITNESS my hand and official seal this 30 th day of September, 2001.

  
Notary Public

My commission expires

