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Connector's Name
CORUS
INFORMATION SERVICES, INC.

6300 NE 1st AVE., SUITE 200
FT. LAUDERDALE, FL 33334
City/State/Zip Phone #

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*****70.00 *****70.00

Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

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

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 14 PM 3:09

Examiner's Initials

1-22-22
WC

ARTICLES OF INCORPORATION

OF

MATRIX N TECHNOLOGY GROUP, INC.

The undersigned, who is eighteen (18) years of age or older (the "Incorporator"), hereby establishes a corporation pursuant to the Florida Business Corporation Act (the "Act") and adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is Matrix N Technology Group, Inc.

**ARTICLE II
SHARES AND VOTING**

The aggregate number of shares which the corporation shall have authority to issue is 10,000,000 shares of no par value common stock, which shall constitute a single class of shares. The shares of common stock shall have unlimited voting rights and shall constitute the sole voting group of the corporation, except to the extent any additional voting group or groups may hereafter be established in accordance with the Act. The shares of common stock shall also be entitled to receive the net assets of the corporation upon dissolution. Cumulative voting shall not be permitted for election of directors or otherwise.

**ARTICLE III
DIRECTORS**

The following persons are elected to serve as the initial directors of the corporation until the first annual meeting of shareholders or until their successors are duly elected and qualified:

Name	Address
Kevin McBride	6300 NE 1 st Ave. Suite 200 Ft. Lauderdale, FL 33334
Jeff Roschman	6300 NE 1 st Ave. Suite 300 Ft. Lauderdale, FL 33334

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**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the Corporation is 6300 NE 1st Ave. Suite 200, Ft. Lauderdale, FL 33334. The name of the initial registered agent of the corporation at such address is Aaron Muckley.

**ARTICLE V
PRINCIPLE OFFICE**

The address of the initial principal office of the Corporation is 6300 NE 1st Ave. Suite 200 Ft. Lauderdale, FL 33334.

**ARTICLE VI
MANAGEMENT**

The following provisions relate to the management of the business and the conduct of the affairs of the Corporation, and the same are in furtherance of and not in limitation or exclusion of the powers conferred by law.

- A. **Indemnification.** The Corporation shall indemnify, to the maximum extent permitted by law, any person who is or was a director or officer of the corporation, and may indemnify any other person against any claim, liability or expense arising against or incurred by such person made party to a proceeding because he is or was a director, officer, agent, fiduciary or employee of the corporation or because he is or was serving another entity as a director, officer, partner, trustee, employee, fiduciary or agent at the Corporation's request. The Corporation shall further have the authority, to the maximum extent permitted by law, to purchase and maintain insurance providing such indemnification, advance expenses to persons indemnified by the Corporation, and provide indemnification to any person by general or specific action of the board of directors, the bylaws of the Corporation, contract or otherwise.
- B. **Limitation on Director's Liability.** No director of this corporation shall have any personal liability to the corporation or its shareholders for monetary damages for breach of his fiduciary duty as a director, except that this provision shall not eliminate or limit the personal liability of a director to the Corporation or to its shareholders for monetary damages for: (i) any breach of the director's duty of loyalty to the Corporation or to its shareholders' (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) voting for or assenting to a distribution made in violation of Florida State law, if it is established that the director did not perform his duties in compliance with Florida State Law, provided that the personal liability of a director in this circumstance shall be limited to the amount of the distribution which exceeds what could have been distributed without violation of law; or (iv) any transaction from which the director directly or indirectly derives an improper personal benefit. Nothing contained herein will be construed to deprive any director of his right to

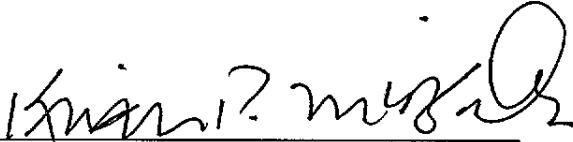
all defenses ordinarily available to a director nor will anything herein be construed to deprive any director of any right he may have for contribution from any other director or other person.

**ARTICLE VII
INCORPORATOR**

The name and address of the Incorporator is:


Kevin McBride
6300 NE 1st Ave.
Suite 200
Ft. Lauderdale, FL 33334

Dated the 7th day of January, 2002.



Kevin McBride
Incorporator

The undersigned hereby consents to the appointment as the initial registered agent for the corporation.



Aaron Muckley