

Division of Corporations

**P02000038661**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : FILINGS, INC.  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**THE MATRIX TECHNOLOGY GROUP CORP.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

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THE MATRIX TECHNOLOGY GROUP CORP

ARTICLE I  
NAME

The name of the corporation shall be:

THE MATRIX TECHNOLOGY GROUP CORP.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address  
of this corporation shall be:

250 SOUTHEAST MIZNER BOULEVARD  
SUITE 514  
BOCA RATON, FLORIDA 33432

ARTICLE III  
DURATION

This corporation shall have perpetual existence.

ARTICLE IV  
PURPOSE

This corporation is organized for the purpose of any  
lawful business in the state of Florida.

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue One Thousand shares  
of One Dollar (\$1.00), par value common stock.

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**ARTICLE VI**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

250 SOUTHEAST MIZNER BOULEVARD  
SUITE 514  
BOCA RATON, FLORIDA 33432

and the name of the initial registered agent of this corporation at that address is:

EDWARD E. BROWN

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS, OFFICERS**

This corporation shall have ONE (1) Directors who shall also serve as officers of the corporation. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the Director and officer is as follows: EDWARD E. BROWN, 250 SOUTHEAST MIZNER BOULEVARD, SUITE 514, BOCA RATON, FLORIDA 33432.

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**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the Incorporator signing these Articles is:

EDWARD E. BROWN  
250 SOUTHEAST MIZNER BOULEVARD  
SUITE 514  
BOCA RATON, FLORIDA 33432

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by law.

**ARTICLE X**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 15<sup>th</sup> day of March, 2002.

  
EDWARD E. BROWN  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

THE MATRIX TECHNOLOGY GROUP CORP.

2. The name and address of the registered agent and office is:

EDWARD E. BROWN  
250 SOUTHEAST MIZNER BOULEVARD  
SUITE 514  
BOCA RATON, FLORIDA 33432

Signature:

  
EDWARD E. BROWN

Date:

3/15/2002

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

Signature:

  
EDWARD E. BROWN  
Registered Agent

Date:

3/15/2002

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