

CT CORPORATION

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TALLAHASSEE, FLORIDA

02 JUN 18 AM 11:24

CORPORATION(S) NAME

Inteletch Corporation of America, Inc.

☒ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Reinstatement

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ HCC

☒ Certified Copy

☐ Photocopies

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

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☐ Will Wait

☒ Pick Up

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**ARTICLES OF INCORPORATION**  
**OF**  
**INTELETECH CORPORATION OF AMERICA, INC.**  
**UNDER CHAPTER 607 AND/OR CHAPTER 621**  
**OF THE FLORIDA STATUTES**

**ARTICLE I.**

**NAME**

The name of the corporation is: Inteletch Corporation of America, Inc.

**ARTICLE II.**

**PRINCIPAL OFFICE**

The principal place of business is One East Broward Street, Suite 700, Fort Lauderdale, FL 33301.

**ARTICLE III.**

**PURPOSE**

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

**ARTICLE IV.**

**SHARES**

The number of shares which the corporation shall have authority to issue is SEVENTY FIVE MILLION (75,000,000) shares of common stock, par value of \$.01 per share and TWENTY MILLION (20,000,000) shares of preferred stock, par value \$.001 per share.

**ARTICLE V.**

**INITIAL OFFICERS/DIRECTORS**

The sole director and officer of the corporation is Liam Hutchinson, One Broward Boulevard, Suite 700, Fort Lauderdale, Florida 33301.

**ARTICLE VI.****BY-LAWS**

6.1 The Board of Directors shall adopt By-laws for the corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

6.2 The power to adopt, alter, amend or repeal the By-laws of the corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the By-laws.

6.3 Any By-laws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any By-laws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

**ARTICLE VII.****AMENDMENTS**

The power to amend these Articles of Incorporation may be exercised by the Board of Directors, without action of the shareholders, for matters specified by law that do not affect the substantive rights of the shareholders of the Corporation.

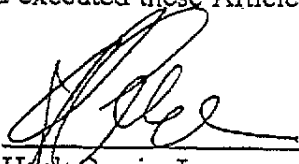
**ARTICLE VIII.****REGISTERED AGENT**

The name and address of the Registered Agent is Liam Hutchinson, c/o Inteletech Corporation of America, Inc., One Broward Boulevard, Suite 700, Fort Lauderdale, Florida 33301.

**ARTICLE IX.****INCORPORATOR**

The name and address of the Incorporator is Hank Gracin c/o Lehman & Eilen LLP, 50 Charles Lindbergh Boulevard, Suite 505, Uniondale, New York 11753.

IN WITNESS WHEREOF, for purposes of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 18 day of June, 2002.

  
Hank Gracin, Incorporator


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

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the State of Florida and evidencing the registered agent's acceptance of that position.

1. The Name of the Corporation is: Inteletech Corporation of America, Inc.
2. The name and address of the registered agent and office is: Liam Hutchinson  
c/o Inteletech Corporation of America, Inc.  
One Broward Boulevard, Suite 700  
Fort Lauderdale, Florida 33301

Dated this 18 day of June, 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.

  
Liam Hutchinson

Dated this 18 day of June, 2002.

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