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Division of Corporations

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Division of Corporations

Fax Number : (850) 205-0381

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Account Name : YOUR CAPITAL CONNECTION, INC.

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**iPERMLA NETWORKS CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION
OF****iPERMIA NETWORKS CORPORATION
A Florida For-Profit Corporation**

THE UNDERSIGNED, acting as the sole incorporator of a corporation being formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article I - Name

The name of this Corporation is iPermia Networks Corporation.

Article II - Principal Place of Business

The principal place of business of this Corporation is 800 Northwest Fork Road, #8-7, Stuart, Florida 34994.

Article III - Duration

The duration of this Corporation is perpetual.

Article IV - Purpose and Power

The purposes for which this Corporation is organized are:

- A. For any lawful purpose.
- B. To exercise all those powers set forth in §607.0302, Fla. Stat. (2001).
- C. To acquire by purchase, exchange, gift, bequest, subscription or

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otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitation, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchases of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

D. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

E. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of this corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article shall be regarded as independent powers and purposes.

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Article V - Stock

This Corporation shall have the authority to issue 1000 shares of common voting stock at a par value of \$1.00 per share.

Article VI - Amendments

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding at a Shareholders meeting called for that purpose.

Article VII - By-Laws

The By-Laws of this corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the stock issued and outstanding at a Shareholders meeting called for that purpose.

Article VIII - Shareholder Rights

Shareholders of this Corporation shall have pre-emptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporation's shares or property through a merger or the extinguishment of debts. Pre-emptive rights shall also apply to the re-issuance of all redeemed or otherwise acquired shares, including the re-issuance of treasury shares. This Article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected

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class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by the affirmative vote of a majority of the stock issued and outstanding at a Shareholders meeting called for that purpose.

Article IX - Directors

The number of directors of this Corporation constituting the initial Board of Directors of this Corporation is two. The name and address of the person(s) serving as an initial Director of this Corporation until the Initial Meeting of the Shareholders, or until their successor is elected and qualify, whichever occurs first, shall be:

Name	Address
Bryan P. O'Neil	Post Office Box 909, Jensen Beach, Florida 34958
Peter C. Hoskins	Post Office Box 909, Jensen Beach, Florida 34958

Article X - Officers

The officers of this Corporation constituting the initial Officers of this Corporation are President, Secretary and Treasurer. The name and address of the person(s) serving as an initial Officers of this Corporation until the Initial Meeting of the Shareholders, or until their successor is elected and qualify, whichever occurs first, shall be:

Name	Address	Office
Peter C. Hoskins	Post Office Box 909, Jensen Beach, Florida 34958	President/Secretary

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Bryan P. O'Neil	Post Office Box 909, Jensen Beach, Florida 34958	Vice President/Treasurer
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Article XI - Sole Incorporator

The name and address of the sole incorporator of this Corporation is:

Name	Address
Preston J. Fields, Esquire	Preston J. Fields, P.A., 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

Article XII - Registered Agent

The name and address of the Registered Agent of this Corporation is:

Name	Address
Preston J. Fields, Esquire	Preston J. Fields, P.A., 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

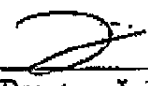
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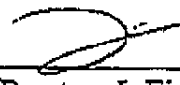
**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
AND NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to §48.091(1) and §607.051, Fla. Stat. (2001), this Corporation hereby designates Preston J. Fields, Esquire, of Preston J. Fields, P.A., 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida, 33410, to act as Registered Agent for this Corporation to accept service of process within this State.


Preston J. Fields
Sole Incorporator

ACKNOWLEDGMENT

I, Preston J. Fields, Esquire, of Preston J. Fields, P.A., 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida, 33410, do hereby accept the appointment of Registered Agent for this Corporation and do hereby agree to serve as Registered Agent, act in this capacity, and agree to comply with the provision of said statute relative to the keeping of a registered office of the Corporation.


Preston J. Fields
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTARIZATION

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

BEFORE ME, the undersigned authority, personally appeared Preston J. Fields, as the Sole Incorporation and Registered Agent of this Corporation, who, after being duly cautioned and sworn, deposes and says that he/she has read the above information and it is true and correct.

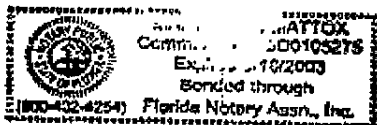
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Preston J. Fields

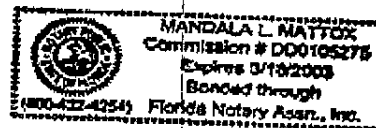
The foregoing instrument was ☐ sworn to, ☒ affirmed, or ☐ acknowledged
before me on this 02 day of August, 2002 by Preston J. Fields, who is ☒
personally known or ☐ produced the following type of identification _____

Notary Signature: Mandala L. Mattox

Notary Name: _____

Notary Commission: _____

Notary Expiration: _____



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