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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Paratus Source Group Inc

Signature \_\_\_\_\_

Requested by: SW

5/19

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

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☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

PARATUS SOURCE GROUP, INC.

FILED  
03 MAY 19 PM 12:26  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

PARATUS SOURCE GROUP, INC.

(the "Corporation"), and its initial address shall be:

301 East Pine Street, Suite 1020  
Orlando, Florida 32801

ARTICLE II

PURPOSE

The Corporation may engage in any activity or business permitted by the laws of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL STOCK

This Corporation is authorized to issue two classes of shares of stock to be designated as "preferred" and "common", respectively; the total number of shares that may be issued by this Corporation is 22,000,000 shares, 2,000,000 shares to be preferred shares having a par value of \$0.30 per share and 20,000,000 shares to be common shares having a par value of \$.01 per share. The Corporation may issue all or any part of the shares of the common and preferred capital stock from time to time.

The nature and extent of the preferences, rights, privileges, and restrictions granted to or imposed upon the holders

of the preferred class of stock shall be determined by the Board of Directors.

Holders of shares of common stock shall possess full voting rights and powers on all matters voted on by the stockholders of the Corporation (including the election of directors), and shall be entitled to notice of stockholders' meetings. Each holder of common stock shall be entitled to one vote for each share held.

The consideration for all of the above stock shall be payable in cash, property (real or personal), labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of the Corporation.

#### ARTICLE IV

##### CORPORATE DURATION AND COMMENCEMENT OF EXISTENCE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation shall be at:

6305 Gibson Drive  
Belle Isle, Florida 32809

with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be:

MICHAEL C. SIMMONS

#### ARTICLE VI

##### NUMBER OF DIRECTORS

This Corporation shall have at least one (1) Director, with the exact number to be specified, from time to time, by the shareholders unless the shareholders shall, by a majority vote

thereafter, determine that the Corporation be managed by the shareholders.

#### ARTICLE VII

##### NAME AND ADDRESS OF INITIAL DIRECTORS

The name and address of the initial Directors of the Corporation, who shall hold office the first year or until his or her successor is duly elected and qualified shall be:

<u>Name</u>	<u>Address</u>
Michael C. Simmons	301 East Pine Street, Suite 1020 Orlando, Florida 32801

#### ARTICLE VIII

##### NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

MICHAEL C. SIMMONS  
  
301 East Pine Street, Suite 1020  
Orlando, Florida 32801

#### ARTICLE IX

##### LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders shall not be subject to payment of the Corporation's debts to any extent.

#### ARTICLE X

##### INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation shall indemnify and insure its officer(s) and Director(s) to the fullest extent permitted by law either existing now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 16th day of May, 2003.



MICHAEL C. SIMMONS  
Incorporator

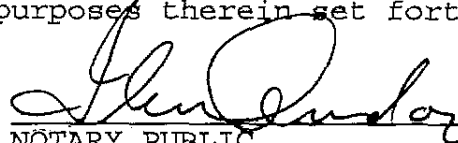
STATE OF FLORIDA )

: ss

COUNTY OF ORANGE )

The foregoing instrument was acknowledged before me this 16th day of May, 2003, by MICHAEL C. SIMMONS, who is personally known to me and who did take an oath and executed the foregoing Articles of Incorporation for the purposes therein set forth.

My commissions expires:



NOTARY PUBLIC

Name: Ileana Amador

State of Florida at Large

**ILEANA AMADOR**  
Notary Public, State of Florida  
My comm. exp. Jan. 23, 2004  
Comm. No. CC904310

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with the laws of the State of Florida, the following is submitted:

First, that:

PARATUS SOURCE GROUP, INC.

desiring to organize under the laws of the State of Florida has named:

MICHAEL C. SIMMONS

of 6305 Gibson Drive, County of Orange, Orlando, Florida 32809, as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 16th day of May, 2003.



MICHAEL C. SIMMONS  
Registered Agent

03 MAY 19 PM 12:26  
CLERK OF THE COURT  
TALLAHASSEE, FLORIDA