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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CANARY TECHNOLOGIES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: DOUGLAS A. HILMES
Name (Printed or typed)

2300 SUNSET WAY
Address

ST. PETER BAY, FL 33706
City, State & Zip

727-804-5882
Daytime Telephone number

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NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
CANARY TECHNOLOGIES, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is CANARY TECHNOLOGIES, INC.

**ARTICLE II
DURATION; EFFECTIVE DATE**

The period of its duration is perpetual and its effective date is the date these articles have been signed.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue Four Million (4,000,000) Shares, all of one class, at \$0.01 par value.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of the corporation are as follows:

Douglas A. Hilmes
2300 Sunset Way
St. Pete Beach, Florida 33706

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**ARTICLE VI
CORPORATE ADDRESS**

The street address of the initial principal office of the corporation is as follows:

2300 Sunset Way
St. Pete Beach, Florida 33706

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

<u>Name</u>	<u>Address</u>
Douglas A. Hilmes President	2300 Sunset Way St. Pete Beach, Florida 33706
David Fries CTO	755 – 19 th Avenue North St. Petersburg, Florida 33704

**ARTICLE VIII
INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
Douglas A. Hilmes	P.O. Box 46731 St. Pete Beach, Florida 33741

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the 20 day of May, 2004.


DOUGLAS A. HILMES, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATED this 20 day of May, 2004.


DOUGLAS A. HILMES,
Registered Agent

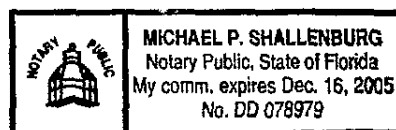
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, personally appeared, on this 20th day of May, 2004, DOUGLAS A. HILMES, who is personally known by me and who acknowledged before me that he executed the foregoing Articles of Incorporation as Incorporator.


Notary Public

My Commission Expires:

12/6/05



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