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ATTN: ASST. SEC. OF STATE

MD 6/31)

## CAPITAL CONNECTION, INC.

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

Quovista, Inc

Signature

Requested by

Name

Date

Time

Will Pick Up

Will Pick Up

✓ 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

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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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 27, 2005

CAPITAL CONNECTION INC.  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

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We have received your document for QUOVISTA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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**RE-SUBMIT**  
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## **ARTICLES OF INCORPORATION**

**FOR**

**QuoVista, Inc.**

The undersigned, desiring to form a corporation under and by virtue of the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, states as follows:

### **ARTICLE I**

#### **Name and Address of Corporation**

The name of this corporation shall be QuoVista, Inc., and the principal business and mailing address is 316 N. Florida Avenue, DeLand, Florida 32720.

### **ARTICLE II**

#### **Objects and Purposes of Corporation**

The objects and purposes of the corporation and the general nature of the business or businesses to be transacted shall be:

1. To engage in any lawful businesses permitted or allowed under the Florida General Corporation Act.

2. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.

3. To borrow money from any person, firm, or corporation; to issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation; and to secure same by mortgage, pledge or by any other lawful means.

4. To have offices, conduct its business and promote its objects within or without the State of Florida, in other states, the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.

5. To do any and all things necessary, suitable and proper for the accomplishment of any of its objects or for the exercise of any of the powers set forth above, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, whether in the State of Florida, or throughout the

United States, or elsewhere, and to do any other act or acts, thing or things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.

6. In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

### **ARTICLE III**

#### **Term of Existence**

The corporation shall have perpetual existence.

### **ARTICLE IV**

#### **Designation of Registered Agent and Acceptance**

The name of the initial registered agent of this corporation is John V. Baum, Esquire, and the address of the initial registered office of this corporation shall be 213 South Swoope Avenue, Maitland, Florida 32751.

The undersigned by his execution of these Articles of Incorporation, acknowledges that he is familiar with, and accepts, the obligations attendant upon his appointment as registered agent of the corporation.

### **ARTICLE V**

#### **Capital Stock**

The capital stock of the corporation shall consist of ten million shares of common stock with a par value of \$.01 per share.

### **ARTICLE VI**

#### **Board of Directors**

The business of the corporation shall be conducted by a board of at least one director. The name and post office address of the initial director of the corporation is Joseph Peter Begalla, 316 N. Florida Avenue, DeLand, Florida 32720.

The director named above shall hold office for the first year of the existence of the corporation or until his or her successors are elected and have qualified.

**ARTICLE VII**  
**Initial Capital**

The amount of capital with which the corporation shall begin business is \$500.00.

**ARTICLE VIII**  
**Corporate Officers**

The officers of the corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer. The number of Vice-Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors or until their successors are elected and have qualified the following shall be the officers of the corporation:

President/COO:	William H. Dahl 10 Wescott Drive Merrimack, NH 03054
CEO:	Joseph Peter Begalla 210 West Washington DeLand, FL 32720
Vice-President:	Thomas Walsh 820 Orangewood Avenue DeLand, FL 32724
Secretary:	Joseph J. Begalla, Jr. 244 Gladiolus Dr. Anna Maria, FL 32720
Treasurer:	Vacant

**ARTICLE IX**  
**Identity of Incorporator; Pre-emptive Rights**

The name and address of the incorporator is Joseph Peter Begalla, 210 West Washington, DeLand, Florida 32720.

Every shareholder of the corporation, 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 X**  
**Annual Meeting of Shareholders**

1. The annual meeting of the shareholders shall be held on the first Monday of January of each year, or at such other time as may be fixed by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

2. The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held annually following the annual Shareholders' meeting.

3. The time, place and manner of calling meetings of the shareholders or directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the By-Laws of the corporation and the laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

4. The Board of Directors shall appoint a resident agent as required by the State of Florida.

**ARTICLE XI**  
**Commencement of Corporate Existence**

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is as of the date of filing these Articles of Incorporation with the Secretary of State.

**ARTICLE XII**  
**Limits of Liability**

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

A special meeting of the incorporator and his or her assigns shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and adoption of the By-Laws and the transaction of such other business as may be desired.

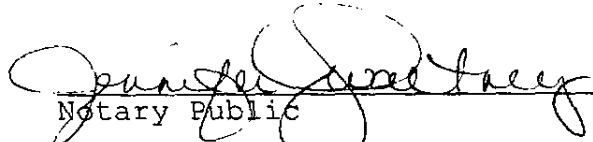
IN WITNESS WHEREOF, I have hereunto set my hand and seal at  
Maitland, Florida, on June 23, 2005.

  
Joseph Peter Begalla

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared  
Joseph Peter Begalla who ☐ is to me well known and known by me to  
be the person described in and who signed the foregoing Articles of  
Incorporation, or ☐ who produced a valid Florida Driver's License  
as proof of his identity, and who acknowledged before me that he  
signed the same freely and voluntarily for the uses and purposes  
therein expressed.

WITNESS my hand and official seal on June 23, 2005.

  
Notary Public  
My commission expires:





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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: QuoVista, Inc.

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

John V. Baum, Esquire, 213 S. Swoope Ave., Maitland, FL

32751 (407) 645.5325

HAVE 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.

  
\_\_\_\_\_  
John V. Baum