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DIVISION OF CORPORATION

5/11/07

# **BIVENS, JONES & ASSOCIATES**

Attorneys and Counselors at Law
1543 Kingsley Ave. #18-B
Orange Park, Florida 32073
Office (904) 264-3412
Fax (904) 264-2456
Please reply to: Orange Park Office

Jacksonville Office 101 E. Union Street, Ste 403 Jacksonville, FL 32202

Office (904) 353-9100 Fax (904) 355-6557

Burney Bivens, Esq. Edward W. Dawkins, Esq. Athiel (Josh) Jones, Esq.\* Robert E. Lee, Esq.\*\*

Also Admitted in New York\*
Also Admitted in Ohio\*\*

April 24, 2007

Florida Department of State Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

t.

RE: Articles of Incorporation of MIH, Inc.

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation of MIH, Inc.

Also, enclosed is our check in the amount of \$70.00 to cover the filing fees. Please return the extra copy of the Articles for the incorporation to my office after it has been filed.

Thank you for your cooperation.

Yours truly,

BIVENS, JONES & ASSOCIATES

Burney Biyens, Esquire

BB\tam

**Enclosures** 



# RECEIVED

07 MAY 10 PM 3: 36

# FLORIDA DEPARTMENT OF STATE ARTHUR OF STATE Division of Corporations Division of Corporations TAI LAHASSEE, FLORIDA

May 1, 2007

BIVENS, JONES & ASSOCIATES 1543 KINGSLEY AVENUE #18-B ORANGE PARK, FL 32073

SUBJECT: MIH, INC.

Ref. Number: W07000020849

We have received your document for MIH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or a second to it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One of the correction in all appropriate places.

# Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filing Section

Letter Number: 207A00029971

New name > MIH TECHNOLOGIBSING. FILED STATE OF MAY 10 AH 9: 18

# ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

07 MAY 10 AM 9: 19

**OF** 

# MIH TECHNOLOGIES, INC.

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

# **ARTICLE I - NAME**

The name of the corporation is MIH TECHNOLOGIES, INC.

# ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

# ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of information technology solutions and any other activity or business permitted in the United States and the State of Florida.

# **ARTICLE IV - AUTHORIZED SHARES**

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock for the par value of \$.01 per share. The sum of \$75.00, the par value of all shares of capital stock of the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

# ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Duval County, and the address is 341 East Church Street, Jacksonville, Florida 32202. The name of the initial registered agent is Burney Bivens, Esquire, and the initial registered office is 1543 Kingsley Avenue, #18-B, Orange Park, Florida 32073.

# **ARTICLE VI - DIRECTORS**

The initial Board of Directors shall consist of two (2) member, who need not be a resident of the State of Florida or a shareholder of the corporation.

# ARTICLE VII INITIAL DIRECTORS

The names and address of the person who shall serve as Director until the first annual meeting of the shareholders, or until his successor shall have been elected and qualified, is as follows:

> **NAME** <u>ADDRESS</u>

Darryl Mulligan 341 East Church Street

Jacksonville, Florida 32202

Kevin Williams 86087 Remsenburg Drive Fernandina Beach, FL 32034

#### ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u> **ADDRESS** 

Burney Bivens, Esquire 1543 Kingsley Avenue, #18-B

Orange Park, Florida 32073

# ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

# ARTICLE X - CUMULATIVE VOTING

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

# **ARTICLE XI - SECTION 1244**

This corporation and the shareholders hereof shall be subject to Section 1244 of the United States Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville, Duval County, Florida, on this 24 day of April, 2007.

BURNEY BIVENS, ESCUIRE

STATE OF FLORIDA ) :ss COUNTY OF DUVAL )

BEFORE ME, the undersigned authority, personally appeared, BURNEY BIVENS, ESQUIRE, who is well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orange Park, Clay County, Florida, on this  $24^{\frac{1}{2}}$  day of April, 2007.

TAMMI A. MILLS

MY COMMISSION # DD 280056

EXPIRES: January 23, 2008

Bonded Thru Notary Public Underwifters

Notary Public - State of Florida My Commission Expires: SECRETARY OF STATE

# **ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts his designation as registered agent for MIH TECHNOLOGIES,

INC.

BURNEY BIVENS, ESQUIRE