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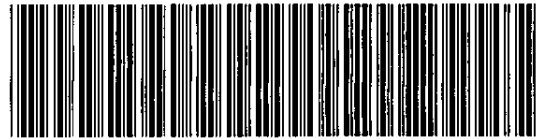
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2009 JUN 23 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUN 24 2009

COVER LETTER

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

SUBJECT: First Person Systems, 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 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Winston T. Pulley, Jr.
Name (Printed or typed)

15786 SW 74th street
Address

Miami, FL 33193
City, State & Zip

786-853-1090
Daytime Telephone number

WinstonFPS@gmail.com
E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FIRST PERSON SYSTEMS, INC.

The undersigned subscribers to these Articles of Incorporation each a natural person, domestic or foreign corporation, partnership or association, competent to contract, hereby form a corporation under the laws of the state of Florida.

ARTICLE I. - NAME

The name under which this corporation will conduct its business and be known and recognized is:

FIRST PERSON SYSTEMS, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

Trading in general and electronic merchandise, selling and buying, importing and exporting, wholesale, location retail and online retail

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLES III. - CAPITAL STOCK

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are one hundred (100) Shares at 1 Par Value.

Winston T. Pulley, Jr.

15786 SW 74th street Miami, FL 33193 (786)853-1090

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or services actually performed for the corporation. Neither promissory notes nor future services shall constitute payment for the issuance of shares.

All the aforementioned stocks to be issued as fully paid for and exempt for assessment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasure shares or convertible securities.

ARTICLES IV - TERM OF EXISTENCE

This corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect take place.

ARTICLES V - ADDRESS

The initial place of business address of this corporation in the State of Florida is

15786 SW 74th street

Miami, FL 33193

The registered office address for this corporation in the State of Florida will be:

15786 SW 74th street

Miami, FL 33193

Its registered agent:

Winston T. Pulley, Jr.

15786 SW 74th street

Miami, FL 33193

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI - SHAREHOLDERS

Shareholders meetings will take place once a year or without the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in not even shall a Quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the Board of Directors.

ARTICLES VII - DIRECTORS

This Corporation shall have one Director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the will of the corporation

or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are director individually, or any firm of which any directors or officers of, such other corporation; any director may be a member, may be party to, or may pecuniarily or otherwise interested in any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation who is also a

director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLES VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>SHARES</u>	<u>ADDRESS</u>
Winston T. Pulley, Jr.	100	15786 SW 74 th street Miami, FL 33193

ARTICLES IX - SUBSCRIBERS

The name and post office address of each subscriber of these articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Winston T. Pulley, Jr.	15786 SW 74 th street Miami, FL 33193

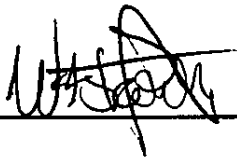
ARTICLES X - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

Restate articles of incorporation may be adopted.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 16 day of June 2009


_____ (SEAL)

_____ (SEAL)

_____ (SEAL)

_____ (SEAL)

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

In pursuant to Chapter 48.091 Florida Statutes, the following is
submitted in compliance with said Act:

First that FIRST PERSON SYSTEMS, INC.

Desiring to organize under the laws of the State of Florida with its
principal office, as indicated in the Articles of Incorporations at
the City of Miami, FLA. County of Dade State of Florida has named,
Winston T. Pulley, Jr. located at 15786 SW 74th street County of Dade
State of Florida as its agent to accept services of process within
state.

ACKNOWLEDGEMENT,

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity and agree to comply with the
provision of said Act relative to keeping open said office.

By: 

Resident Agent

STATE OF FLORIDA
SS
COUNTY OF DADE

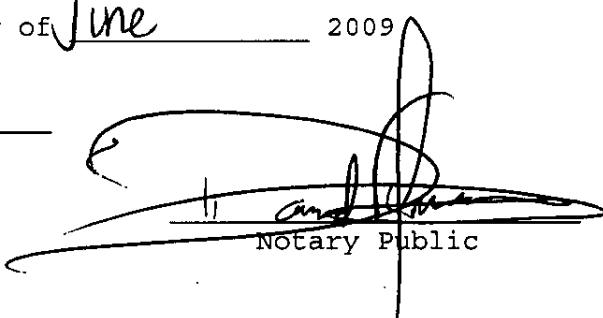
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared.

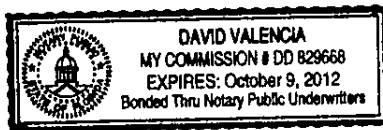
Winston T. Pulley, Jr.

To me known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribe to these Articles of Incorporation.

IN WITNESS THEREOF I set my hand and official seal in the County and State named above this 16 day of June 2009

My commission expires: _____


Notary Public



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUN 23 PM 4:43

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