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GUNSTER YOAKLEY

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Division of Corporations

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VSN TECHNOLOGIES, INC.**

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Restated Articles/NC

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**RESTATED ARTICLES OF INCORPORATION  
OF  
VSN TECHNOLOGIES, INC.  
(A Florida For Profit Corporation)**

*Pursuant to the provisions of Chapter 607 of the Florida Business Corporation Act, VSN TECHNOLOGIES, INC. adopts the following amended and restated Articles of Incorporation, which were initially filed on June 27, 2013, and assigned Document Number P13000055423.*

1. The name of the Corporation is VSN Technologies, Inc.
2. Set forth below is the text of the Restated Articles of Incorporation for VSN Technologies, Inc.:

**ARTICLE 1  
NAME**

The name of the Corporation is VSN Mobil, Inc.

**ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office address and mailing address of the Corporation is:

1975 East Sunrise Boulevard, Suite 400  
Fort Lauderdale, FL 33304

**ARTICLE 3  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE 4  
CAPITAL STOCK**

(a) The Corporation is authorized to issue two classes of shares designated "Common Stock" and "Preferred Stock," respectively. The total number of shares which the Corporation is authorized to issue is twenty five million (25,000,000) shares, consisting of eighteen million (18,000,000) shares of Common Stock, and seven million (7,000,000) shares of Preferred Stock, each class and any subclass without par value.

(b) The Preferred Stock may be issued from time to time in one or more series. The Board of Directors of this Corporation is hereby authorized, by filing a certificate pursuant applicable law, to fix or alter from time to time the designation, powers, preferences and rights of the shares of each such series and the qualifications, limitations or restrictions of any wholly unissued series of Preferred Stock, and to establish from time to time the number of shares

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constituting any such series or any of them; and to increase or decrease the number of shares of any series subsequent to the issuance of shares of that series, but not below the number of shares of such series then outstanding. In case the number of shares of any series shall be decreased in accordance with the foregoing sentence, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

**ARTICLE 5**  
**AFFILIATED TRANSACTIONS**

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as in effect on the date hereof and as amended from time to time, relating to affiliated transactions.

**ARTICLE 6**  
**CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as in effect on the date hereof and as amended from time to time, relating to control share acquisitions.

**ARTICLE 7**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida 32301-2525, and the name of the Registered Agent of the Corporation at that address is Corporation Service Company.

**ARTICLE 8**  
**BOARD OF DIRECTORS**

(a) Number. The Corporation currently has four (4) directors. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1). The names and addresses of the current directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Philip Soh Sai-Kiang	1975 East Sunrise Boulevard, Suite 400 Fort Lauderdale, FL 33304
Peter Aloumanis	1975 East Sunrise Boulevard, Suite 400 Fort Lauderdale, FL 33304
Roberto Perez	1975 East Sunrise Boulevard, Suite 400 Fort Lauderdale, FL 33304
Mansour Ghomeshi	1975 East Sunrise Boulevard, Suite 400 Fort Lauderdale, FL 33304

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(b) **Compensation.** The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefor in any form.

#### **ARTICLE 9** **INDEMNIFICATION**

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a Corporation as set forth in the applicable provisions of the Act (currently Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Act (subject to any limitations contained in an agreement entered into by such person and the Corporation), from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (collectively, "proceeding") (other than in a proceeding (a) initiated by such person (unless authorized by the Board of Directors of the Corporation), or (b) wherein the Corporation and such person are adverse parties except for proceedings brought derivatively or by any receiver or trustee) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent.

Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this section. Such expenses (including attorneys' fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate.

The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

#### **ARTICLE 10** **BYLAWS**

The bylaws may be adopted, altered, amended, or repealed as specified in the bylaws.

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**ARTICLE 11**  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Restated Articles of Incorporation, and any right conferred upon the stockholders is subject to this reservation."

3. The amendments contained in the Restated Articles of Incorporation have been adopted by the sole Stockholder and all of the Directors of the Corporation on Jan 15 2015.
4. There is only one voting group entitled to vote on the foregoing amendments. The number of votes cast for said amendments by said voting group was sufficient for approval by that voting group.
5. The foregoing duly adopted Restated Articles of Incorporation shall supersede and replace the original Articles of Incorporation and any and all amendments thereto.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Restated Articles of Incorporation this 15 day of January, 2015.

VSN TECHNOLOGIES, INC.

  
\_\_\_\_\_  
PETER ALOUMANIS, President