P17000091407

(Requ	iestor's Name)	
(Addr	ess)	
(Addr	055)	
(Addir	E35)	
(City/S	State/Zip/Phon	e #)
PICK-UP	☐ WAIT	MAIL
· · · · · · · · · · · · · · · · · · ·	E C N	
(Busii	ness Entity Nar	me)
(Docu	iment Number))
Certified Copies	Certificates	s of Status
Special Instructions to Fil	ing Officer:	

Office Use Only



500305192145

11/15/17--01016--013 **70.00

70 BECEPTE 05

COVER LETTER

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

SUBJECT:	o Axis Hostin	ORATE NAME - MUST INCLI	
	(PROPOSED CORPO	ORÁTE NAME – <u>MUST INCLI</u>	UDE SUFFIX)
Enclosed are an orig	ginal and one (1) copy of the	articles of incorporation and	l 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 o Status
		ADDITIONAL CO	-
FROM:	Edward W. Do		
	Tallahassee	Florida 3230	<u> </u>
_	850 - 2.97 - 11 Daytin	23 ne Telephone number	
	ed@dougher E-mail address (to be	tu-pa. Com used for future annual report r	notification)

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

ARTICLES OF INCORPORATION OF COAXIS HOSTING, INC.

The undersigned, acting as Incorporator for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation shall be Coaxis Hosting, Inc. The principal place of business and the mailing address of this Corporation is 1816 St. Augustine Road, Tallahassee, Florida 32311.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The term for which said Company shall exist shall be perpetual.

ARTICLE IV

The Corporation is authorized to issue the following shares of capital stock:

Common Stock:

- 1. The aggregate number of shares of common stock this Corporation shall have authority to issue is one hundred thousand (100,000).
 - 2. Common Stock shall have a par value of one penny (\$.01) per share.

Preferred Stock:

- 1. The aggregate number of shares of preferred stock (referred to in these Articles of Incorporation as "Preferred Stock") which the Corporation shall have authority to issue is 5,000.
- 2. Voting Rights. Except as provided by law, the holders of the Preferred Stock shall have no voting rights. On those matters in which the holders of Preferred Stock are entitled to vote, the holders shall have the right to one vote for each share of Preferred Stock. The holders of Preferred Stock shall vote together with the holders of Common Stock as a single class, and not as a separate class.

- 3. Liquidation Preference. In the event of any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of the Corporation, then, holders of Preferred Stock shall be entitled to receive \$10.00 for each such share, out of the assets of the Corporation or proceeds thereof(whether capital or surplus) available for distribution to shareholders of the Corporation, subject to the rights of any creditors of the Corporation, before any distribution of such assets or proceeds is made to or set aside for the holders of Common Stock.
- 4. Convertibility. The Preferred Stock shall automatically convert into shares of the Corporation's Common Stock upon, on the basis of one share of Common Stock for each share of Preferred Stock, immediately prior to the closing of a Change of Control; provided, however, that such conversion shall be conditioned upon the closing of any such Change of Control, and the holder entitled to receive the Common Stock upon conversion of the Preferred Stock shall be deemed to have converted such shares of Preferred Stock immediately prior to the closing of such Change of Control. If the shares of Preferred Stock shall be converted into Common Stock pursuant to this Article IV, the shares which are converted shall be cancelled and shall not be issuable by this Corporation thereafter. For purposes of this section, a Change in Control shall be defined as a merger in which the Corporation is not the surviving entity, or a sale of the Corporation, a majority of the shares of Common Stock or substantially all of the assets of the Corporation.
- 5. Dividend Rights. The holders of shares of Preferred Stock shall not be entitled to a preference in the distribution of dividends. The shares of Preferred Stock shall be non-cumulative with respect to dividends.
- 6. Redemption Rights. The shares of Preferred Stock shall have no redemption rights.
- 7. Antidilution Adjustments. If the outstanding shares of Common Stock are increased or decreased or changed into or exchanged for a different number or kind of shares or other securities of the Corporation or of any other corporation by reason of any merger, consolidation, liquidation, reclassification, recapitalization, stock split up, combination of shares, or stock dividend, appropriate adjustment shall be made by the Board of Directors of the Corporation in the number, and relative terms, of the shares of Preferred Stock.
- 8. Limitations of Rights. Holders of shares of Preferred Stock shall not have any relative, participating, optional or other special rights and powers other than as set forth herein.

ARTICLE V

The Board of Directors of the Company shall be comprised of not less than one (1) nor more than five (5) directors and shall be fixed from time to time exclusively by the Board of Directors pursuant to a resolution adopted by a majority of the Board as set

forth in the Company's Bylaws.

The names and addresses of each of the first directors of the Company are:

Name	Address
Christophe Reglat	4101 Faulkner Lane, Tall., FL 32311
Laurent Reglat	4101 Faulkner Lane, Tall., FL 32311

ARTICLE VI

The Corporation shall have a President and a Secretary/Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office.

ARTICLE VII

The Incorporator is Edward W. Dougherty, Jr. and his address is 119 East Park Avenue Suite 2-B Tallahassee, Florida 32301

ARTICLE VIII

The registered Agent is Edward W. Dougherty, Jr., P.A. Its address is 119 East Park Avenue, Suite 2-B, Tallahassee, Florida 32301

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 Edward W. Dougherty, Jr., P.A., Registered Agent.

By: A Cougherty, Jr., President

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Edward W. Dougherty, Jr., Incorporato