

9/20/2018

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FLORIDA PROFIT/NON PROFIT CORPORATION

Legacy Advisor Technologies, Inc.

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**ARTICLES OF INCORPORATION
OF**

LEGACY ADVISOR TECHNOLOGIES, INC.

Pursuant to Florida Statutes Section 607.0201, the undersigned hereby submits the following Articles of Incorporation of Legacy Advisor Technologies, Inc., a corporation being organized under the laws of the State of Florida.

ARTICLE 1

NAME

The name of this corporation is Legacy Advisor Technologies, Inc. (hereinafter called the "Corporation").

ARTICLE 2

INITIAL PRINCIPAL OFFICE

The address of the registered office of the Corporation in the State of Florida shall be 4430 Wayside Drive, Naples, Florida 34119.

ARTICLE 3

PURPOSE

The Corporation is formed to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, Chapter 607, Florida Statutes (the "FCBA"), including any amendments thereto.

ARTICLE 4

CAPITAL STOCK

The aggregate number of shares that the corporation shall have authority to issue is one thousand (1,000), such shares being common voting shares designated as "Common Stock" and having no par value, except that, for purposes of the determination of foreign corporation qualification, franchise fees or similar charges, the Common Stock shall be deemed to have a par value of One Cent (\$.01) per share.

ARTICLE 5

INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4430 Wayside Drive, Naples, Florida 34119. The name of the initial registered agent of the Corporation at that address is Marc Minor.

ARTICLE 6

INCORPORATOR

The name and address of the sole incorporator of the Corporation is Marc Minor, 4430 Wayside Drive, Naples, Florida 34119.

18 SEP 26 AM 9:40

ARTICLE 7

INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board of Directors") shall consist of not fewer than one (1) nor more than five (5) directors. The number of directors within these limits may be increased or decreased from time to time as provided in the Bylaws of the Corporation.

The names and addresses of each member of the corporation's first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Marc Minor	4430 Wayside Drive Naples, Florida 34119

ARTICLE 8

DENIAL OF CUMULATIVE VOTING

Voting by shareholders for election of directors shall not be cumulative.

ARTICLE 9

DENIAL OF PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued securities or rights to purchase securities of the corporation, whether now or hereafter authorized.

ARTICLE 10

LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) as provided in Section 607.0831 of the FCBA, or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE 11

INDEMNIFICATION

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as

now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

ARTICLE 12

BYLAWS

The Board of Directors shall adopt the initial Bylaws of the Corporation for the regulation and management of the affairs of the Corporation. The Corporation's Bylaws may thereafter be amended, altered, or repealed and new Bylaws may be adopted as provided in the Corporation's Bylaws. The Corporation's Bylaws may contain any provisions not inconsistent with law or these Articles of Incorporation.

ARTICLE 13

AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida Law.

IN WITNESS WHEREOF, each above-named incorporator has executed these Articles of Incorporation of Legacy Advisor Technologies, Inc. this 24th day of September, 2018.

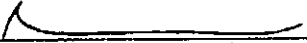
INCORPORATOR:

A
Marc Minor


07:06 PM 09/26/2018

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

By:


Required Signature/Registered Agent9/26/18
Date

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.


Required Signature/Incorporator9/26/18
Date

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