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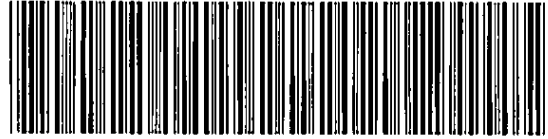
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DATE: 03-28-19

NAME: SYSTOPIA INTERNATIONAL, INC.

TYPE OF FILING: ARTICLES OF INCORPORATION

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Attn: Diane Cushing
We spoke @ this
earlier... merger
will need new FL
doc #.

Thank you for
your assistance

Abbie

Abbie Hodge

File 1st

SYSTOPIA INTERNATIONAL, INC., a California corporation
8736 LEELAND ARCHER BLVD.
ORLANDO, FL 32836

March 28, 2019

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Consent to use of Name

Dear Sir or Madam:

Please allow this letter to serve as consent for SYSTOPIA INTERNATIONAL, INC., a to-be-formed domestic Florida corporation, to use the name "SYSTOPIA INTERNATIONAL, INC.", which is currently being used by the undersigned California corporation qualified to transact business in the State of Florida. The undersigned, SYSTOPIA INTERNATIONAL, INC., is owned by the same owner as the to-be-formed Florida corporation, SYSTOPIA INTERNATIONAL, INC.

For the purposes of clarity, the to-be-formed domestic Florida corporation will be formed with the name SYSTOPIA INTERNATIONAL, INC. with the intention of the California corporation being merged with and into the Florida corporation.

Thank you.

Sincerely,

SYSTOPIA INTERNATIONAL, INC.,
a California corporation

By: Chris Lyons
Name: Chris Lyons
Title: Director

ARTICLES OF INCORPORATION
OF
SYSTOPIA INTERNATIONAL, INC.

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: Systopia International, Inc. (the "**Corporation**").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 8736 Leeland Archer Blvd., Orlando, FL 32836.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is Seventy-Five Thousand (75,000), all of which shall be common stock with no par value.

ARTICLE V: CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors pursuant to Section 607.0728(3) of the FBCA.

ARTICLE VI: INITIAL DIRECTORS

The initial board of directors of the Corporation shall consist of three (3) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The directors shall be elected, removed and replaced from time to time in accordance with the Corporation's bylaws. The names and addresses of the individuals who will serve on the initial board of directors are:

<u>Name</u>	<u>Street Address</u>
Chris Lyons	Proximity House Keynsham Bristol BS31 1TP
Travis Haugh	8736 Leeland Archer Blvd. Orlando, FL 32836
Kristi Noyes	117 The Vineyard Oneida, NY 13421

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CLERK OF DISTRICT COURT
JANUARY 17 2010

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 8736 Leeland Archer Blvd., Orlando, Florida 32836. The name of the initial registered agent of the Corporation at that office is Travis Haugh.

ARTICLE VIII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

<u>Name</u>	<u>Street Address</u>
Travis Haugh	8736 Leeland Archer Blvd. Orlando, FL 32836

ARTICLE IX: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

ARTICLE X: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article X shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Required Signature/Registered Agent

3/27/19
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.



Required Signature/Registered Agent

3/27/19
Date

SYSTOPIA INTERNATIONAL, INC., a California corporation
8736 LEELAND ARCHER BLVD.
ORLANDO, FL 32836

March 28, 2019

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Division of Corporations
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P.O. Box 6327
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Thank you.

Sincerely,

SYSTOPIA INTERNATIONAL, INC.,
a California corporation

By: Chris Lyons
Name: Chris Lyons
Title: Director

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FLORIDA
DIVISION OF CORPORATIONS