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Division of Corporations

Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION**Voiant Global Services, Inc.**

Certificate of Status	0
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Page Count	06
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**ARTICLES OF INCORPORATION OF
VOIANT GLOBAL SERVICES, INC.**

The undersigned incorporator, being a natural person of full age, for the purpose of forming a corporation under and pursuant to Florida Statutes Chapters 607 and 621, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of this Corporation is as follows: **Voiant Global Services, Inc.**

ARTICLE TWO

REGISTERED OFFICE ADDRESS

The location and post office address of the registered office is as follows:

1200 South Pine Island Road
Plantation, FL 33324

ARTICLE THREE

PURPOSES

This Corporation shall have general business purposes and shall have the unlimited power to engage in and to do any act necessary or incidental to the conduct of any business for which corporations may be organized under Florida Statutes Chapters 607 and 621, together with the power to do or perform any acts consistent with or which may be implied from the powers expressly conferred upon corporations by Florida Statutes Chapters 607 and 621.

ARTICLE FOUR

CAPITAL

The aggregate number of shares of Common Stock which this Corporation shall have the authority to issue is Ten Thousand (10,000) shares of Common Stock and the par value of each share shall be \$.0001. Such shares shall be designated as this Corporation's "Common Stock."

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Except as otherwise required by law, the holders of the shares of Common Stock shall have the sole voting rights of this Corporation, unless the Board of Directors determines otherwise. No holder of stock of this Corporation shall be entitled to any cumulative voting rights.

ARTICLE FIVE
REGISTERED AGENT

The name and Florida street address of the registered agent is as follows:

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

ARTICLE SIX
INCORPORATOR

The name and address of the Incorporator is as follows:

William Sorenson
125 S. Clark St., 17th Floor
Chicago, IL 60603

ARTICLE SEVEN
DURATION

This Corporation shall have perpetual existence.

ARTICLE EIGHT
COMPOSITION AND POWERS OF THE BOARD OF DIRECTORS

The management of this Corporation shall be vested in a Board of Directors and the number of initial directors, as elected by the Shareholder(s), shall be set at two. In addition to, and not by way of limitation of, the powers granted to the Board of Directors by Florida Statutes Chapters 607 and 621, the Board of Directors of this Corporation shall have the following broad powers and authority:

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- a. To fix the terms, provisions and conditions of and to authorize the issuance, sale, pledge or exchange of bonds, debentures, notes, or other evidences of indebtedness of this Corporation.
- b. To adopt, amend or repeal all or any of the Bylaws of this Corporation by the vote of a majority of its members present at a duly held meeting, subject to the power of the shareholders to adopt, amend or repeal such Bylaws.
- c. To take any action required or permitted by law or by these Articles to be taken by the Board of Directors at a duly held meeting by written action signed by a majority of the members of the Board, except as to those matters which require shareholder approval, in which case the written action shall be signed by all members of the Board of Directors.
- d. As to any member of the Board, to give advance written consent or opposition to a resolution stating an action to be taken by the Board; such consent or opposition shall be counted as a vote in favor of or against the resolution and shall be entered in the minutes or other record of action taken by the Board at the meeting if the resolution acted upon by the Board at the meeting is substantially the same or has substantially the same effect as the resolution to which the member of the Board has consented or objected.
- e. To adopt an indemnity plan and to purchase and maintain insurance for officers, directors, employees and agents against liability asserted against them and incurred in any such capacity or arising out of their status as such to the fullest extent permissible under the provisions of Florida Statutes Chapters 607 and 621.
- f. To authorize the issuance, sale, pledge or exchange of any Series of the Preferred Stock of this Corporation.
- g. To fix by resolution any designation, power, preference, right, qualification, limitation or restriction with respect to the issuance of any Series of the Preferred Stock of this Corporation.
- h. To authorize the issuance, sale, pledge or exchange of any Common Stock of this Corporation authorized by these Articles.
- i. To authorize the issuance, sale, pledge or exchange of any non-voting stock of this Corporation.

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- j. To fix by resolution any designation, power, preference, right, qualification, limitation or restriction with respect to the issuance of any Common Stock or Preferred Stock of this Corporation.
- k. To fix by resolution the number of board of directors.

ARTICLE NINE

LIMITATION OF DIRECTOR LIABILITY

A director of this Corporation shall not be personally liable to the corporation or to its shareholders for monetary damages for any breach of fiduciary duty as a director to the full extent permitted by applicable law. Notwithstanding the foregoing, no Director who is also a shareholder or employee of the Corporation shall be relieved of liability for breach of duty, which may arise under Florida Statutes Section 607.0830. If the Florida Business Organizations Act is amended after this Article becomes effective to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the fullest extent permitted by the amended Florida Business Organizations Act. Any repeal or modification of this Article by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of, or any right or protection as, a director of the corporation existing at, or with respect to any act or omission which occurred prior to, the date of such repeal or modification.

ARTICLE TEN

CERTIFICATES

The shares of the Corporation shall be evidenced on the share register of the Corporation and may be certificated or uncertificated at the option of the Board of Directors pursuant to Florida Statute 607.0626. If the Corporation issues share certificates, the certificates, whether in a paper or electronic form, shall be numbered in the order in which they are issued, and shall be signed by the Chief Executive Officer, the President, or the Secretary. The Chief Executive Officer or President shall maintain, as a part of the corporate records, a stock register upon which there shall

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SECTION 607.0626
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be entered the number of shares, the name of the person or entity owning the shares, and the date of the issuance thereof. Each share of common stock shall have one (1) vote at all meetings of the Shareholders, and said vote shall be cast by the registered holder of the share or his or her authorized proxy.

ARTICLE ELEVEN
ACTION WITHOUT A MEETING

An action required or permitted to be taken by the Board of Directors of this Corporation may be taken by written action signed by that number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors then in office were present. An action required or permitted to be taken by the Shareholders of this Corporation may be taken by written action signed by that number of Shareholders that would be required to take the same action at a meeting of the Shareholders.

IN WITNESS WHEREOF, as being fully authorized, I have executed these Articles of Incorporation on January 11, 2021:

William Sorenson

William Sorenson (Jan 18, 2022 10:00 CST)

By: William Sorenson, Incorporator

Stephanie Hencz,
Assistant Secretary

Stephanie Hencz

By: C T Corporation System,
Registered Agent

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