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(Requestor's Name)

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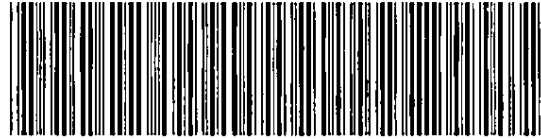
(Business Entity Name)

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S. CHATHAM

RECEIVED
TALLAHASSEE, FLORIDA

2022 JUL 27 PM 3:32

22 JUL 27 PM 5:25

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 837513 7578406

AUTHORIZATION :

COST LIMIT : \$ 105.00

ORDER DATE : July 27, 2022

ORDER TIME : 1:57 PM

ORDER NO. : 837513-005

CUSTOMER NO: 7578406

DOMESTIC AMENDMENT FILING

NAME: TRUEVUE 360, INC.

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION AND INCORPORATION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT#

EXAMINER'S INITIALS: _____

22 JUL 27 PM 5:37



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 28, 2022

CORPORATION SERVICE COMPANY

SUBJECT: TRUEVUE 360, INC.
Ref. Number: W22000098515

RESUBMIT
Please give original
submission date as file date.
7/27/22

We have received your document for and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

If you have any further questions concerning your document, please call (850) 245-6052.

Summer Chatham
Regulatory Specialist II
New Filing Section

Letter Number: 222A00016865

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**ARTICLES OF CONVERSION
FOR
CONVERTING ELIGIBLE ENTITY
INTO
FLORIDA PROFIT CORPORATION**

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following eligible business entity into a Florida Profit Corporation in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is: TrueVue 360, Inc..

2. The converting entity is a corporation first organized, formed or incorporated under the laws of Delaware on May 16, 2014.

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation: TrueVue 360, Inc..

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. This conversion shall be effective on the date of filing of these Articles of Conversion with the Office of the Secretary of State of the State of Florida.

Signed this 27th day of July, 2022.

DocuSigned by:
By: Joseph P. Coschera
Name: Joseph P. Coschera
Title: President of the converting entity
and President of the surviving
Florida Profit Corporation

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**ARTICLES OF INCORPORATION
OF TRUEVUE 360, INC.**

ARTICLE I: NAME

The name of the Corporation is TRUEVUE 360, INC. (hereinafter referred to as the "Corporation").

ARTICLE II: CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 100,000,000 shares of Common Stock, at \$0.001 par value per share.

ARTICLE III: PRINCIPAL LOCATION; MAILING ADDRESS

The current address of the principal place of business and the current mailing address of the Corporation is 7660 Centurion Parkway, Suite 100, Jacksonville, Florida 32256.

ARTICLE IV: PURPOSE

The Corporation is organized for the purpose of engaging in any business or enterprise permitted by law.

ARTICLE V: INITIAL BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by and under the direction of its Board of Directors, and the directors need not be elected by written ballot unless required by the Bylaws. The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than nine (9) directors, and shall initially consist of two (2) 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 powers of the incorporator are to terminate upon the filing of this Articles of Incorporation, and the name and mailing address of the persons who are to serve as directors until the first annual meeting of stockholders, or until the earlier death, resignation or incapacity of any such director or such date as any such director's successor(s) is/are elected and qualified is:

Adrian Goldfarb
c/o Duos Technologies Group
7660 Centurion Parkway
Jacksonville, FL 32256

Joseph P. Coschera
2120 SW Danforth Circle
Palm City, FL 34990

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ARTICLE VI: REGISTERED OFFICE and INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of the Corporation is Joseph P. Coschera, 2120 SW Danforth Circle, Palm City, FL 34990.

ARTICLE VII: INCORPORATOR

The name and street address of the incorporator of the Corporation is Joseph P. Coschera, 2120 SW Danforth Circle, Palm City, FL 34990.

ARTICLE VIII: 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) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), 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 IX: 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 may from time to time deem appropriate or advisable.

ARTICLE X: BYLAWS

The Board shall have the power to adopt the Bylaws of the Corporation. The Bylaws of the Corporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law. Certain material transactions of the Corporation, set forth in the Bylaws of the Corporation, shall require approval of the shareholders of the Corporation.

ARTICLE XI: 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.

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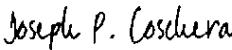
IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 27th day of July, 2022.

DocuSigned by:
By: Joseph P. Coschera
Name: Joseph P. Coschera
Title: Incorporator

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**CONSENT OF REGISTERED AGENT
OF
TRUEVUE 360, INC.**

The undersigned, Joseph P. Coschera, whose address is 2120 SW Danforth Circle, Palm City, FL 34990, hereby accepts appointment as the initial registered agent of **TRUEVUE 360, INC.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

By: DocuSigned by:

DocuSign Envelope ID: 5E44D065-E853-4085-8D09-A5E5FE998957
Joseph P. Coschera

Date: July 27, 2022

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