

MARCHENA AND GRAHAM, P.A.

ATTORNEYS AT LAW

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ALBERTO S. BUSTAMANTE, III
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P95000000493

Secretary of State
Corporate Records Bureau
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

EFFECTIVE DATE
12-28-94

ENCLOSURE
-01/03/95-01/03/95
***122.50 ***122.50

Attention: Division of Corporations

Re: Incorporation of Allpass Technologies, Inc.

Dear Sir:

Please find enclosed the following documents pursuant to the incorporation of Allpass Technologies, Inc.:

1. The Articles of Incorporation of Allpass Technologies, Inc.;
2. A check in the amount of \$122.50 to cover the following items: (a) \$35.00 for filing fee; (b) \$52.50 for one certified copy of the Certificate of Incorporation; and (d) \$35.00 for Designating Registered Agent; and
3. Copy of executed Articles of Incorporation to be certified and returned.

Please note that the Articles of Incorporation call for corporate existence to commence on the date these Articles are subscribed.

Thank you for your assistance in this matter. Should you have any questions or comments, please call me.

Very truly yours,



Keith A. Graham

KAG/mmff
Enclosures

B. REGISTER JAN 04 1995

FILED
95 JAN -3 AM 10:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE
12-28-94

ARTICLES OF INCORPORATION
OF

ALLPASS TECHNOLOGIES, INC.

FILED
96 JAN -3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporators, being competent to contract, subscribe to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation shall be:

ALLPASS TECHNOLOGIES, INC.

ARTICLE II - Business and Activities

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - Capital Stock

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Term of Existence

The effective date upon which this corporation shall come into existence shall be the date these Articles are subscribed, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office, of this corporation is:

2844 Charmont Drive
Apopka, FL 32703

and the name of the initial registered agent of this corporation at that address is:

Ruby Fenton.

The principal office and mailing address of this corporation is:

2844 Charmont Drive
Apopka, FL 32703.

ARTICLE VI - Directors

A. The initial number of directors of this corporation shall be two (2).

B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the board of directors, each to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Ruby Fenton	2844 Charmont Drive Apopka, FL 32703

F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.

G. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

ARTICLE VII - Incorporators

The name and street address of the incorporators signing these Articles are:

<u>Name</u>	<u>Address</u>
Ruby Fenton	2844 Charmont Drive Apopka, FL 32703

ARTICLE VIII - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - By-Laws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28th day of December, 1994.

Ruby Fenton
RUBY FENTON

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28th day of December, 1994, by Ruby Fenton who has produced her New York Drivers License as identification and who did not take an oath.



OFFICIAL SEAL
KEITH A. GRAHAM
My Commission Expires
May 30, 1997
Comm. No. CC 282288

Keith A. Graham
Notary Public

My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial registered agent of ALLPASS TECHNOLOGIES, INC.

Ruby Fenton
RUBY FENTON

FILED
JAN - 3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Tallahassee, Florida
Division of Corporations
Filing Office for Corporations

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB 24 PM 4:17

DOCUMENT # P95000000493 (3)

1. Corporation Name

ALLPASS TECHNOLOGIES, INC.

Principal Place of Business

2844 CHARMONT DRIVE
APOPKA FL 32703

Mailing Address

2844 CHARMONT DRIVE
APOPKA FL 32703

3. Date of Incorporation (Month/Day/Year)

12/28/1994

3a. Date of Last Report

4. Filing Number

59-3290323

Applied For

By Agent

5. Certificate of Status (Issued)

\$8.75 Annual
Fee Required

6. Fee for Certificate of Status

\$5.00 May Be
Added to Fees

8. This corporation has liability for and pays taxes properly under the
Florida Statutes. ☐ Yes ☒ No

2. Principal Place of Business

21. Suite, Apt. #, etc.

2a. Mailing Address

26. Suite, Apt. #, etc.

22. City & State

27. City & State

23. Zip

Country

28. Zip

Country

24. Zip

25. Country

29. Zip

30. Country

9. Name and Address of Current Registered Agent

FENTON, RUBY
2844 CHARMONT DRIVE
APOPKA FL 32703

81. Name

82. Street Address (Other than Member's Not A Corporation)

83. City

84. State

FL

85. Zip

10. Name and Address of New Registered Agent

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits the statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change is authorized by the corporation's Board of Directors, except the appointment of a registered agent, which is familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE

Signature of the person who is the registered agent of the corporation

Signature of the person who is the registered agent of the corporation

12. OFFICERS AND DIRECTORS

TITLE	D
NAME	FENTON, RUBY
STREET ADDRESS	2844 CHARMONT DRIVE
CITY, ST, ZIP	APOPKA FL 32703
TITLE	
NAME	
STREET ADDRESS	
CITY, ST, ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY, ST, ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY, ST, ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY, ST, ZIP	

13.	
1. NAME	
2. NAME	
3. STREET ADDRESS	
4. CITY, ST, ZIP	
5. NAME	
6. NAME	
7. STREET ADDRESS	
8. CITY, ST, ZIP	
9. NAME	
10. NAME	
11. STREET ADDRESS	
12. CITY, ST, ZIP	
13. NAME	
14. NAME	
15. STREET ADDRESS	
16. CITY, ST, ZIP	
17. NAME	
18. NAME	
19. STREET ADDRESS	
20. CITY, ST, ZIP	

14. I hereby certify that the information supplied with this report is a true and accurate statement of the facts and that I am a duly qualified officer or director of the corporation and that I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE:

Ruby Fenton Ruby Fenton
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2-21/95

407-786-0623