

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

000-342-8086

P9500001591
JAN 6 PM 12
DIVISION OF CORPORATION

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 521738 5537B

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Lyzato

ORDER DATE : January 6, 1995

ORDER TIME : 12:41 PM

ORDER NO. : 521738

500001872425

CUSTOMER NO: 5537B

CUSTOMER: Michelle L. Raab, Legal Asst
GUNSTER YOAKLEY &
STEWART, P.A.
Suite 1600
500 East Boward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: ZAP DESIGN, INC.

FILED
95 JAN -6 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

A294-6050
Dine 1/6/95

ARTICLES OF INCORPORATION
OF
ZAP DESIGN, INC.

FILED
95 JAN -6 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is ZAP Design, Inc.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of this corporation shall be:

4545 N.W. 24th Terrace
Boca Raton, Florida 33432

The mailing address of this corporation shall be:

4545 N.W. 24th Terrace
Poca Raton, Florida 33432

Article V

Capital Stock

The corporation is authorized to issue Seven Hundred Sixty (760) shares, with a par value of U.S. 01/100 Dollars (\$.01), of Class A voting common stock and Two Hundred Forty (240) shares, with a par value of U.S. 01/100 Dollars (\$.01), of Class B non-voting common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of this corporation at the address is Corporation Information Services, Inc. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII

Initial Board of Directors

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1).

The name and address of the initial director of this corporation is listed below:

Steven Kranich

4545 N.W. 24th Terrace
Boca Raton, Florida 33432

Article VIII

Incorporator(s)

The name and address of the person signing these Articles is:

Scot P. O'Brien

500 East Broward Boulevard
Suite 1600
Ft. Lauderdale, Florida 33394

Article IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections

607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

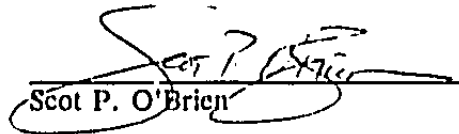
Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII

By-Laws

The By-Laws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any By-Law adopted by shareholders if the shareholders specifically provide such By-Law is not subject to amendment or repeal by the directors.



Scot P. O'Brien

DATED: January 5, 1995

17043

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FILED

95 JAN -6 PM 2:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent for ZAP Design, Inc., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, the undersigned, on behalf of the Corporation, hereby states that the undersigned is familiar with and agrees to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

Corporation Information Services,
Inc.

By:

Laura R. O'Neil
Its agent, Laura R. O'Neil

17043

GUNSTIER, YOAKLEY, VALDEN-PAULI & STEWART, P.A.

ATTORNEYS AT LAW

BROWARD FINANCIAL CENTRE BUILDING, SUITE 1600

500 EAST BROWARD BOULEVARD

FORT LAUDERDALE, FLORIDA 33304-3002

PO BOX 14036

FORT LAUDERDALE, FLORIDA 33304-4036

TELEPHONE 1-352-462-1000

FAX 1-352-462-1717

OTHER OFFICES IN

MIAMI, FL 1-305-376-0000

WEST PALM BEACH, FL 1-407-655-1980

PALM BEACH, FL 1-407-655-1980

STUART, FL 1-407-288-1980

TALLAHASSEE, FL 1-904-222-6600

OUR FILE NUMBER

WRITER'S DIRECT DIAL NUMBER

(305) 468-1355

January 17, 1995

VIA FEDERAL EXPRESS

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ZAP Design, Inc.

To whom it may concern:

We are enclosing herewith an originally executed Statement of Change for the purpose of changing the registered office and agent of the captioned corporation. Also enclosed is our check in the sum of \$35.00, representing payment of the required fee. Please return to the undersigned in the envelope provided a copy of the instrument showing proof of filing (a copy of the document is enclosed for your use).

Sincerely,

Michelle L. Raab
Michelle L. Raab, CLA
Legal Assistant

/mlr
enc.

cc: Scot P. O'Brien, Esq.
Lori R. Dunlap, CSC Networks

1000001 383774
01/19/95 10111-012
*****35.00 *****35.00

TALLAHASSEE, FLORIDA
55 JAN 17 1995
FBI

Florida Department of State, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of Section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is:
ZAP Design, Inc.
2. The Date of Incorporation is January 6, 1995, with assigned Document Number P95000001591.
3. The name and address of the current registered agent and office is as follows:
Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301
4. The name and address of the new registered agent and office is as follows:
Steven Kranich
4545 N.W. 24th Terrace
Boca Raton, Florida 33432

The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

DATE: January 9, 1995

SIGNATURE

Steven Kranich, President

FILED
95 JAN 18 AM 9:04
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Steven Kranich,
Registered Agent

DATE: January 9, 1995

P95000001591

GUNTER, YOAKLEY, VALDEN-PAULI & STEWART, P.A.

ATTORNEYS AT LAW
BROWARD FINANCIAL CENTRE BUILDING, SUITE 1600
800 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33304-0000
P.O. BOX 14030
FORT LAUDERDALE, FLORIDA 33308-4030

TELEPHONE (305) 462-2000

FAX (305) 623-1722

OUR FILE NUMBER

WHITTEN & DIRECT DIAL NUMBER

15135.9000
(305) 468-1319

March 28, 1995

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Zap Design, Inc., a Florida corporation

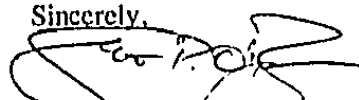
500001445585
-04/03/95--01015--018
*****35.00 *****35.00

Ladies/Gentlemen:

We are enclosing herewith for filing originally executed Articles of Amendment to Articles of Incorporation for the above-captioned corporation, together with our firm check in the amount of \$35.00 to cover the cost of filing. Please file the Articles of Amendment and acknowledge your receipt of this request by stamping as received the enclosed copy of the Articles and returning it to us using the enclosed stamped, self-addressed envelope.

Please telephone the undersigned at the above number if this document cannot be filed immediately.

Sincerely,


Scot P. O'Brien

SPO:et
CC: Steven Kranich
20352

Scot P. O'Brien GAVE
AUTHORIZATION BY PHONE TO
CORRECT Document (S.H.)
DATE 4/5
DOC. EXAM. JB

Amend
4/6
JB

FILED
95 MAR 31 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ZAP DESIGN, INC.

FILED
95 MAR 31 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1003, Florida Statutes, Zap Design, Inc., a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation as follows:

The first paragraph of Article V is hereby amended to read:

The Corporation is authorized to issue in aggregate Ten Thousand shares of common stock at par value of U.S. 01/100 (\$.01) with Five Thousand Two Hundred Sixty (5,260) shares, at a par value of U.S. 01/100 Dollars (\$.01), of Class A voting common stock and Four Thousand Seven Hundred Forty (4,740) shares, at a par value of U.S. 01/100 Dollars (\$.01), of Class B non-voting common stock;

This Amendment was approved by a majority of the shareholders and all the directors on

March 20, 1995 in accordance with Section 607.1003, Florida Statutes.

The number of votes cast by the shareholders were sufficient for approval.

Dated: March 20, 1995


Steven Kranich, President

P95000001591

FILED
97 MAR -7 PM 4:28
SECRET STATE
TALLAHASSEE, FLORIDA

Requestor's Name
TALLAHASSEE, FL 32301

222-1092

03/07/97--00066--020
++++35.00 +++++35.00

Zap Design, Inc.

- | | | |
|--|---|--|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Co. | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input checked="" type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3/07/97

RA Change

3/10/97

[Handwritten signature]

RECEIVED
97MAR-7 AM11:02
DIVISION OF CORPORATION
3-2-73
K



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1997

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ZAP DESIGN, INC.
Ref. Number: P95000001591

We have received your document for ZAP DESIGN, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 997A00011857

*Please
backdate
CT Corp*

RECEIVED
97 MAR -7 PM 4:17
DIVISION OF CORPORATIONS

FILED
97 MAR -7 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR CORPORATIONS

Pursuant to the provisions of Section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is:
ZAP Design, Inc.
2. The Date of Incorporation is January 6, 1995, with assigned Document Number P95000001591.
3. The name and address of the current registered agent and office is as follows:

Steven Kranich
4545 N.W. 24th Terrace
Boca Raton, Florida 33432
4. The name and address of the new registered agent and office is as follows:

C T Corporation System
c/o C T Corporation System
1200 South Pine Island Rd.
Plantation, Florida 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

DATE: February 22, 1997

SIGNATURE


Steven Kranich, President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

C T Corporation System

By: 

(Registered Agent)

Dwight A. Cools

Asst. Secretary

Date: 3/6/97