

79500007450

TRANSMITTAL LETTER

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

4000001388784  
-01/26/95--01026--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: BATTLETECH CORPORATION  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☒ \$70.00    ☐ \$78.75    ☐ \$122.50    ☐ \$131.25

FILED  
1995 JAN 25 AM 10 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM: Richard L Ramsey  
Name (printed or typed)

8335 Freedom Crossing Tr. #702  
Address

Jacksonville, FL 32256  
City, State & Zip

904-363-0919  
Daytime Telephone number

F CITE

NOTE: Please provide the original and one copy of the articles.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BATTLETECH CORPORATION

2. The name and address of the registered agent and office is:

Richard L Ramsey

(Name)

8335 Freedom Crossing Tr # 702

(P.O. Box not acceptable)

JACKSONVILLE, FL 32256

(City/State/Zip)

FILED  
1995 JAN 25 AM 10:38  
SECRETARY OF STATE  
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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Richard L Ramsey  
(Signature)

1/24/95

ARTICLES OF INCORPORATION

OF

BATTLETECH CORPORATION

FILED  
JAN 25 1975  
SECRET  
TALLAHASSEE, FLA.

ARTICLE I

The name of the CORPORATION shall be "BATTLETECH CORPORATION".

ARTICLE II

The CORPORATION is organized pursuant to the provisions of the Florida General Corporation Act.

ARTICLE III

The CORPORATION shall have perpetual duration.

ARTICLE IV

The CORPORATION is a CORPORATION for profit and is organized for the following purposes:

The CORPORATION will design, manufacture and distribute personal computer software intended for investment analysis and management. The CORPORATION will also provide fee-based investment management, investment advice, and tax return preparation;

The CORPORATION shall purchase, acquire, hold, and dispose of the stocks, bonds, and mutual funds of any corporation, domestic or foreign, as deemed appropriate by the Board of Directors;

The CORPORATION shall engage in any lawful act or activity for which the CORPORATION may be organized under the Florida General Corporation Act;

#### ARTICLE V

The CORPORATION shall have the authority, acting by its Board of Directors, to issue not more than 10,000 shares of Class A "voting", and 90,000 shares of Class B "non-voting" common stock, both of no-par value.

Each shareholder of Class A common stock is entitled to one vote per share on all matters submitted to a vote of shareholders. Shareholders of Class B common stock shall have no voting rights. Upon liquidation or dissolution of the CORPORATION, whether voluntary or involuntary, each shareholder of common stock is entitled to share equally in the assets of the CORPORATION available for distribution to shareholders of the CORPORATION's common stock. No conversion or preemptive rights are applicable to the common stock.

#### ARTICLE VI

The CORPORATION shall not commence business until it shall have received consideration of not less than five hundred dollars (\$500.00) in value for the issuance of its shares.

#### ARTICLE VII

The principal place of business and mailing address of this CORPORATION shall be:

BATTLETECH CORPORATION  
P. O. Box 550891  
Jacksonville, FL 32255-0891

#### ARTICLE VIII

The address of the initial registered office of the CORPORATION is 8335 Freedom Crossing Trail, Apt. #702, Jacksonville, FL 32256, and the initial registered agent of the CORPORATION at such address is Richard L. Ramsey.

ARTICLE IX

The initial Board of Directors shall consist of member(s), the name(s) and address(es) of each as follows:

RICHARD L. RAMSEY  
8335 Freedom Crossing Tr., Apt 702  
Jacksonville, FL 32256

ARTICLE X

The name and address of the incorporator is :

RICHARD L. RAMSEY  
8335 Freedom Crossing Tr., Apt 702  
Jacksonville, FL 32256

The undersigned incorporator has executed these Articles of Incorporation, this 24th day of January, 1995.



RICHARD L. RAMSEY

FILED  
1995 JAN 25 AM 10:38  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

P95000007450

Richard Ramsey

(Requestor's Name)

PO Box 550891

(Address)

Jacksonville, FL 32255

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000001595680

-09/27/95--01075--011

\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH OCT - 5 1995

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 27 PM 2:10

Examiner's Initials

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, 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.

- 1a. The name of the corporation is: BATTLETECH CORPORATION
- 1b. The mailing address of the corporation is: P.O. Box 550891, JACKSONVILLE,  
Florida, 32255
- 1c. Date of incorporation: 1/25/95 Document number: P95000007450

2. The name and address of the current registered agent and office:

Richard L Ramsey  
8335 Freedom Crossing Tr., Apt 702  
JACKSONVILLE, FL 32256

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Richard L Ramsey  
8433 Southside Blvd., Apt 604  
JACKSONVILLE, FL 32255

The street address of its registered office 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.

Richard L Ramsey  
(Signature of an officer, chairman or  
vice chairman of the board)

9-25-95  
(Date)

Richard L Ramsey, President  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Richard L Ramsey  
(Signature of Registered Agent)

9/25/95  
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
SEP 27 PM 2:02

P95000007450

10/10/95

To Whom it may Concern:

000001609310  
-10/12/95--01075--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed is a check for \$35 and an Amendment form to change two articles in the ARTICLES OF INCORPORATION FOR BATTLETECH CORPORATION.

BATTLETECH CORPORATION has reserved A Service Mark of "BATTLEMAGE TECHNOLOGIES" (Filed OCT 2, 1995) AND wishes to change the Corporate Name to "BATTLEMAGE TECHNOLOGIES CORP." so as to match the service mark. I Am including this information to avoid any confusion about the Name change.

If there are any questions or problems please contact  
At (904) 571-6243.

Thank You,

Richard L Ramsey

Richard L Ramsey, President

P.O. Box 550891

Jacksonville, FL 32255

FILED  
95 OCT 12 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Amend & N/C

VS OCT 17 1995



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
95 OCT 12 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

BATTLETECH CORPORATION

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I

The name of the CORPORATION shall be "BATTLEMAGE TECHNOLOGIES CORP".

ARTICLE V

The CORPORATION shall have the Authority, Acting by its Board of Directors, to issue not more than 10,000,000 shares of common stock of no-par value.

Each shareholder is entitled to one vote per share on all matters submitted to a vote of shareholders. Upon liquidation or dissolution of the CORPORATION, whether voluntary or involuntary, each shareholder of common stock is entitled to share equally in the assets of the corporation available for distribution to shareholders of the CORPORATION's common stock. No conversion or preemptive rights are applicable to the common stock.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Existing shareholders of class A and class B common stock shall be issued shares of the new common stock at an exchange ratio of 10.4982 to 1. For each share of either class A or class B common stock now owned, shareholders shall receive 10.4982 shares of new common stock. All class A and class B common stock shall then be cancelled.

THIRD: The date of each amendment's adoption: 10/09/95

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"  
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 9<sup>th</sup> of OCTOBER, 19 95.

Signature Richard L Ramsey  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

RICHARD L RAMSEY  
Typed or printed name

Director / President  
Title