

P950000/6606

TRANSMITTAL LETTER

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

RECEIVED 1411 FEB 28 1995
-02428/95--01000--015
*****70.75 *****70.75

SUBJECT: Future Quest, Inc.
(Proposed corporate name - must include suffix)

FILED
1995 FEB 27 PM 3:00
TALLAHASSEE, FLORIDA

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: David M. Ellis
Name (printed or typed)
12801 Horseshoe Rd.
Address
Tampa, Florida 33626
City, State & Zip
(813) 854-1952
Daytime Telephone number

dB 7/28/95

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

**ARTICLES OF INCORPORATION
OF
FUTURE QUEST, INC.**

FILED
1955 FEB 27 PM 3:00
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation is Future Quest, Inc.

ARTICLE II: PRINCIPAL OFFICE

The physical address of the initial registered office of the corporation shall be 12801 Horseshoe Rd., Tampa, Florida 33626.

ARTICLE III: CAPITAL STOCK

The total number of shares of stock which the corporation shall have the authority to issue is 5,000 shares of common stock of One Dollar (\$1.00) par value each.

No holder of shares of any class of the stock of the corporation shall have preemptive rights, and the corporation shall have the right to issue and to sell to any person or persons any shares of its stocks or any option rights or any securities having conversion or option rights, without first offering such shares, rights, or securities to any holders of shares of any class of stock of the corporation.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and mailing address of the initial registered agent is David M. Ellis, P.O. 1918, Oldsmar, Florida 34677, residing at 12801 Horseshoe Rd., Tampa, Florida 33626.

ARTICLE V: INCORPORATOR

The name and mailing address of the incorporator is David M. Ellis, P.O. 1918, Oldsmar, Florida 34677. The street address of the Incorporator is 12801 Horseshoe Rd., Tampa, Florida 33626.

ARTICLE VI: PURPOSE

The purpose of the corporation shall be to consult with government and industry to design computer networks and programs; design curriculum, programs, workshops, training materials, assessment devices, and perform all other functions necessary to accomplish the primary purpose of the corporation, which is educational in nature.

ARTICLE VII: POWERS OF BOARD OF DIRECTORS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

To make, alter, or repeal the bylaws of the corporation

To set apart out of any of the funds of the corporation available for dividends a reserve or reserve.

By a majority of the whole Board, to designate one or more committees, such committee to consist of two or more of the Directors of the corporation. The Board may designate one or more Directors as alternate members of any committee, who may replace any absent or disqualified member of any committee, who may replace any absent or disqualified member at any meeting of the committee. Any such committee, to the extent provided in the resolution or in the bylaws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a shareholder's meeting duly called upon such notice as is required by statute, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, to sell, lease or exchange all or substantially all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property including shares of stock in, and/or other securities of, any other corporation or corporations, as its Board of Directors shall deem expedient and for the best interests of the corporation.

ARTICLE VIII: CLASSES OF SHARES AND POWERS OF SHAREHOLDERS

The corporation is organized pursuant to the provisions of the Florida Business Corporations Act.

The corporation shall not commence business until it shall have received not less than \$100 in payment for the issuance of shares of its stock

Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if written consent setting forth the action so taken shall be signed by persons who would not be entitled to vote at a meeting those shares having voting power to cast not less than the minimum number (or numbers, in the case of voting classes) of votes that would be necessary to authorize to take such action at a meeting at which all shares entitled to vote were present and voted. For purposes of written consent by shareholders, the record date shall be the date when the consent is first executed and action shall be deemed taken when executed by the last necessary signature. Such consent shall be filed with the Secretary of the Corporation and such consent shall have the same force and effect as a vote at a meeting of the shares represented on the executed consent.

The initial Board of Directors of the corporation shall consist of four members, whose names and addresses are as follows:

Name of Member	Address
David M. Ellis	12801 Horseshoe Rd. Tampa, Florida 33626
Eric A. Ellis	12801 Horseshoe Rd. Tampa, Florida 33626
C. Arthur Ellis, Jr.	12801 Horseshoe Rd. Tampa, Florida 33626
Leslie E. Ellis	12801 Horseshoe Rd. Tampa, Florida 33626

ARTICLE IX: LIMITATION OF LIABILITY OF DIRECTORS

A Director shall not be personally liable to the corporation or its shareholders for monetary damages for breach of duty of care or other duty as a Director, except for liability:

- (i) For any appropriation in violation of his or her duties of any business opportunity of the corporation;
- (ii) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (iii) For the types of liability set forth in Official Code of Florida Annotated; or
- (iv) For any transaction from which the Director derived an improper personal benefit.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 22nd day of February, 1995.

David M. Ellis
David M. Ellis

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

Pursuant to the provisions of sections 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 if Future Quest, Inc.
2. The name and street address of the registered agent and office is:

David M. Ellis
12801 Horseshoe Rd.
Tampa, Florida 33626

The mailing address of the registered agent and office is:

12801 Horseshoe Rd.
Tampa, Florida 33626

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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.

SIGNATURE David M. Ellis

DATE 2/22/95