

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

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ADDRESS

PHONE ()

Service: Top Priority Regular
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

BSB

MAR 2 1995

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK

WALK-IN Will Pick Up 32 11W

_____ of _____

RE: Technoconnections, Inc

OF

C.C. FEE.

DISBURSED

Capital Express™

Art. of Inc. File

Corp. Record Search

L.P. Partnership File

Foreign Corp. File

(-)- Cert. Copy(s)

Art. of Amend. File

Dissolution/Withdrawal

C U S -

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ()

Top Priority

Express Mail Prop.

FAX () pgs.

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 03/02/95 01021-007
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FEB 24 1995

FILED

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

TechnInnovations, Inc.

FILED
95 MAR -2 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

EFFECTIVE DATE

FEB 24 1995

ARTICLE I

Names

The name of the Corporation is: TechnInnovations, Inc.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of signing of these Articles of Incorporation, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Nature of Business

The Corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Powers

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other governmental state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;
- (k) To elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;
- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes;
- (n) To transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of the governmental policy;

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;

(p) To be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

(q) To have and exercise all powers necessary or convenient to effects its purposes.

ARTICLE V **Capital Stock**

The Corporation is authorized to issue 1,000 shares having a par value of one cent (\$.01) per share, and which shall be designated as Common Stock.

ARTICLE VI **Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Gross & Moore, 5530 First Avenue North, St. Petersburg, Florida 33710, and the name of its initial registered agent at such address is Michael J. Gross, Esq.

ARTICLE VII **Directors**

The Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) but no more than ten (10) directors. The names and addresses of the initial directors of the Corporation, who shall serve until his successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Donald L. Ruch	2021 Valencia Way Clearwater, FL 34624
Michael J. Gross	5530 First Avenue North St. Petersburg, FL 33710

ARTICLE VIII
Incorporator

The name and address of the Incorporator signing these Articles of Incorporation is Donald L. Ruch, 2021 Valencia Way, Clearwater, Florida, 34624.

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

ARTICLE X
Indemnification

The Corporation shall indemnify any director or officer or any former director of officer, to the fullest extent permitted by law.

ARTICLE XI
Preemptive Rights

Each shareholder of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of share then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the Corporation's issuance of shares.


ARTICLE XII
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XIII
Principal Place of Business

The principal place of business and mailing address of this corporation shall be 5530 First Avenue North, St. Petersburg, Florida, 33710.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 24 day of FEB., 1995


Donald L. Ruch
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 24 day of Feb., 1995, by Donald L. Ruch, who is personally known to me ☒ or who has produced _____ as identification and who ☒ did/did not ☐ take an oath.



DEBRA S. WADKINS
My Comm Exp. 10/26/98
Bonded By Service Ins
No. CC416965

☒ Personally Known ☐ Other I.D.

[SEAL]

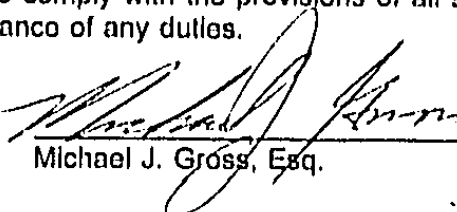
Debra S. Wadkins
Notary Public
My Commission Expires:

Debra S. Wadkins
Print Name

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of any duties.

Dated: 3/22/95


Michael J. Gross, Esq.

FILED
95 MAR -2 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA