

795000036174

ROBERT S ALDRICH

(Requestor's Name)

5427 N 59th STREET

(Address)

TAMPA FLORIDA 813 626-9663

(City, State, Zip)

(Phone #)

SECTION 101 4181 0319
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OFFICE USE ONLY

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

1. IAMEC INC
(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

FILED
95 MAY -9 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER MAY 9 1995

495A000-2505-2
Examiner's Initials

**ARTICLES OF INCORPORATION
OF
IAMEC, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is IAMEC, Inc.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The name and address of the principal office of this Corporation is 5427 North 59th Street, Tampa, Florida 33610, and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

Robert S. Aldrich
5427 North 59th Street
Tampa, Florida 33610

ARTICLE 5 - CORPORATE CAPITALIZATION

5.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is FIVE MILLION (5,000,000) shares of common stock, each share having the par value of ONE CENT (\$0.01) per share.

5.2 The Corporation is also authorized to have another class of stock known as Preferred Stock. The Corporation shall be authorized and may issue up to one million (1,000,000) shares of nonvoting preferred stock having a par value of ten dollars (\$10.00) per share. For the issuance of any future preferred stock, any dividend rate associated with the preferred stock shall be determined and established by the Board of Directors in accordance with Section 607.0602 of the Florida Business Corporation Act. In the event that the preferred stock is sold at different time periods, the

Board of Directors may establish different dividend rates for the preferred stock by complying with Section 607.0602 of the Florida Business Corporation Act and establishing different series of preferred stock with distinguishing designations.

Of the one million (1,000,000) shares of ten dollar (\$10.00) par value nonvoting preferred stock that the Corporation is authorized to issue, the Corporation's Board of Directors, in accordance with Section 607.0602 of the Florida Business Corporation Act, has designated one hundred thousand 100,000 shares as Series A seven percent (7%) ten dollar (\$10.00) par value nonvoting preferred stock (the "Series A Preferred Stock"). The Series A Preferred Stock has the following preferences and rights:

(a) The dividend rate of the Series A Preferred Stock shall be seven percent (7%) per annum. The dividend is cumulative and shall be declared and paid annually at the discretion of the Board of Directors. The seven percent (7%) dividend will be paid based on the ten dollar \$10.00 par value of the preferred stock or seventy cents \$0.70 per share per annum.

(b) The Corporation reserves the right to redeem the Series A Preferred Stock at any time for par value. The Corporation may redeem any or all of the Series A Preferred Stock. In the event only a portion is redeemed, then a random drawing will be used to determine which shares of Series A Preferred Stock will be redeemed.

(c) That the Series A Preferred Stock shall be designated in the stock certificates as "Series A Preferred Stock." That other classes of preferred stock may be issued and so appropriately designated on the face of the stock certificate. That Series A Preferred Stock may be issued at any time and while any other stock is being offered and/or issued.

(d) The Series A Preferred stock shall be preferred with respect to both earnings and assets of the Corporation. In the event of the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation, the holders of shares of the Series A Preferred Stock shall be entitled, before any payment or distribution of the assets of the Corporation shall be made or set apart to the holders of Common Stock or any capital stock junior to the Series A Preferred Stock, to receive from the net assets of the Corporation available for distribution to shareholders, cash in an amount equal to the par value of such shares, together with any accrued and unpaid dividends which may be payable with respect to such shares pursuant to subsection (a) above through the date of final distribution to the holders of the Series A Preferred Stock. The holders of shares of the Series A Preferred Stock shall be entitled to no further participation in any assets of the Corporation. In as much as the holders of any other shares of the Corporation's preferred stock shall have the same preferences on liquidation as shall the holders of shares of the Series A Preferred Stock, if, upon any liquidation, dissolution or winding-up of the Corporation, the assets of the Corporation distributable among the holders of the shares of the Corporation's preferred stock shall be insufficient to permit the payment in full to such holders of the aforementioned preferential amounts, then the entire assets of the Corporation or the proceeds thereof shall be distributed ratably among the holders of all of the outstanding shares of the Corporation's preferred stock in proportion to the full preferential amounts to which they are respectively entitled. Neither the consolidation or merger

of the Corporation with or into any other corporation, not the merger or consolidation of any other corporation into or with the Corporation, nor the sale, lease, exchange or conveyance of all or any part of the assets of the Corporation, shall be deemed to be a dissolution, liquidation or winding-up of the Corporation for the purposes of this subsection (c).

5.3 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

5.4 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

5.5 The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting, or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 6 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 7 - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 8 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 9 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this corporation is Robert S. Aldrich, 5427 North 59th Street, Tampa, Florida 33610.

ARTICLE 10 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 11 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 12 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this _____ day of March, 1995.


Robert S. Aldrich, Incorporator

The foregoing, Articles of Incorporation, was acknowledged before me, this _____ day of March, 1995 by _____, who is personally known to me, or who did (did not) take and oath.

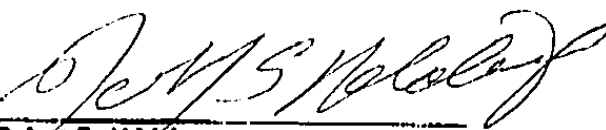
Notary Public_____
Printed Name

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is IAMEC, Inc.
2. The name and address of the registered agent and office is Robert S. Aldrich, 5427 North 59th Street, Tampa, Florida 33610.

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.


Robert S. Aldrich

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TALLAHASSEE, FLORIDA