



networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 07110000003

REFERENCE : 609045 4133A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : June 2, 1995

ORDER TIME : 11:05 AM

ORDER NO. : 609045

CUSTOMER NO: 4133A

800001504968

CUSTOMER: Adam Mishcon, Esq
STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: CYBERACTIVE SYSTEMS, INC.

☒ 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:

T. BROWN JUN - 6 1995

FILED
95 JUN - 2 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

150043398



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 2, 1995

CYBER NETWORKS
120 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CYBERACTIVE SYSTEMS, INC.
Ref. Number: W95000011429

We have received your document for CYBERACTIVE SYSTEMS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 795A00027673

ARTICLES OF INCORPORATION
OF
CYBERACTIVE SYSTEMS, INC.

FILED
95 JUN -2 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Cyberactive Systems, Inc., under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Cyberactive systems, Inc., and the mailing address of this Corporation is 2569 Tigertail Avenue, Coconut Grove, Florida, 33133.

ARTICLE II - COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$1.00 per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2569 Tigertail Avenue
Coconut Grove, Florida 33133

and the name and address of the initial registered agent of this corporation is:

| <u>Name</u> | <u>Address</u> |
|-----------------|---|
| Adam C. Mishcon | 2569 Tigertail Avenue Coconut Grove, Florida 33133 |

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of this corporation, but shall never be less than one. The name and address of the member of the initial Board of Directors of this corporation is:

| <u>Name</u> | <u>Address</u> |
|-----------------|---|
| Adam C. Mishcon | 2569 Tigertail Avenue Coconut Grove, Florida 33133 |

ARTICLE VII - INCORPORATOR

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

| <u>Name</u> | <u>Address</u> |
|-----------------|---|
| Adam C. Mishcon | 2569 Tigertail Avenue Coconut Grove, Florida 33133 |

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in each of the Board of Directors and the shareholders of this corporation, except that the board of directors may not amend or repeal any By-law adopted by the shareholders if the shareholders specifically provide that the By-law is not subject to amendment or repeal by the directors.

ARTICLE IX - INDEMNIFICATION

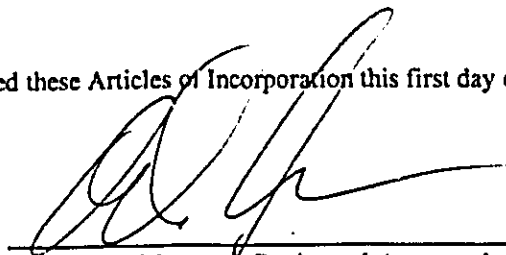
The corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the

shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this first day of June, 1995.



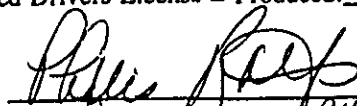
Adam C. Mishcon, as Registered Agent and Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this first day of June, 1995, by Adam C. Mishcon, as Registered Agent and Incorporator of CyberActive Systems, Inc., a Florida corporation, on behalf of the corporation.

☒ Personally Known ☐ Produced Drivers License ☐ Produced: _____



Print or Stamp Name: PHYLLIS ROLFS

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

