# OFFICE USE ONLY 34625 \*\*\*\*122.50 \*\*\*\*122.50 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporason Nama) (Document #) Certified Copy Walk in Pick up time \_\_\_\_\_ Certificate of Status Will wait Photocopy Mail out **NEW FILINGS AMENDMENTS** Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication BSŁ AUG 2 8 1995 Merger Other REGISTRATION/ OTHER FILINGS **OUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other

CR2E031(10/92)

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ARTICLES OF INCORPORATION OF CANTALA, INC.

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The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "corporation") under the Florida Business Corporation Act (the "Act"), as follows

#### 1 Name

The name of the Corporation is Cantata, Inc.

#### 2 Term of Existence

The date when corporate existence will commence upon the filing of these Articles of Incorporation, in accordance with the provisions of Section 607 0203(1) of the Act, and the Corporation will have perpetual existence thereafter.

# 3 Principal Office

The principal office of the Corporation is 21957 US Hwy 19 N., Clearwater, Florida 34625.

# 4. Capital Stock

The Corporation is authorized to issue 1,000 shares of one dollar par value common stock, which will be designated Common Stock.

## 5. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 36410 US Hwy 19 N., Palm Harbor, Florida 34684, and the name of its initial registered agent at such address is John M. Koulianos CPA.

# 6. Directors

The Corporation will have 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 will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successors are duly elected and qualified, are:

Name Address

George Skoutelis 21957 US Hwy 19 N.

Clearwater, Florida 34625

Lars-Erik Persson 21957 US Hwy 19 N.

Clearwater, Florida 34625

7 Incorporator

The name and address of the incorporator signing these Articles of Incorporation are

Name Address

George Skoutelis 21957 US Hwy 19 N

Clearwater, Florida 34625

8 Preemptive Rights

Each shareholder of the Corporation will 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 shares then outstanding, exclusive of treasury shares. At y shareholder's preemptive rights will be waived if such shareholder does not exercise his or her 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 other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

## 9 Affiliated Transactions

Pursuant to the provisions of 607 0901 (5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

#### 10. Control Share Acquisitions

Pursuant to provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

#### 11. Bylaws

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

#### 12 Indemnification

The Corporation will indemnify any directo, or officer or any former director or officer, to the fullest extent permitted by law

## 13 Amendment

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

## 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 in these Articles of Incorporation, I 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 my duties.

Date 8/15/95 John M. Koulianes CPA