

P 96 00000 7235

Chapter 7235

1/23/96

Requester's Name

Address

City

State

ZIP

Phone

VALIDATION ONLY

FILED
96 JAN 24 PM 12:00
TALLAHASSEE FL 32304

UT/CA/206 UT/CA/206
***12.50 ***12.50

CORPORATION(S) NAME

Future Vision Incorporated

RECEIVED
96 JAN 24 AM 10:25
DIVISION OF CORPORATION

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Mark
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Pick Up	<input type="checkbox"/> Mail Out	

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED
COPY

3. OTHER 1996

RECEIVED
96 JAN 24 AM 10:25
DIVISION OF CORPORATION
Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

of

FutureVision Incorporated

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FutureVision Incorporated

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of .50 cents Dollar(s) (\$.50 cents par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Larry Wald</u>		
ADDRESS	<u>2100 NE 17th Ave</u>		
CITY	<u>Ft. Lauderdale,</u>	FLORIDA	ZIP <u>33305</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>FutureVision Inc.,</u>		
ADDRESS	<u>2100 NE 17th Ave</u>		
CITY	<u>Ft. Lauderdale,</u>	FLORIDA	ZIP <u>33305</u>

FILED
96 JAN 24 PM 12:00
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Larry Wald		
ADDRESS	2100 NE 17th Ave		
CITY	Ft. Lauderdale	STATE Florida	ZIP 33305
NAME	Cindy Ragan Wald		
ADDRESS	2100 NE 17th Ave		
CITY	Ft. Lauderdale	STATE Florida	ZIP 33305
NAME	Steve Remondini		
ADDRESS	21569 Woodstream Terrace		
CITY	Boca Raton	STATE Florida	ZIP 33428

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Larry Wald		
ADDRESS	2100 NE 17th Ave		
CITY	Ft. Lauderdale	STATE Florida	ZIP 33305
NAME	Cindy Ragan Wald		
ADDRESS	2100 NE 17th Ave		
CITY	Ft. Lauderdale	STATE Florida	ZIP 33305
NAME	Steve Remondini		
ADDRESS	21569 Woodstream Terrace		
CITY	Boca Raton	STATE Florida	ZIP 33305

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22nd day of January, 19 96.

Larry Wald (Seal)
Cindy Ragan Wald (Seal)
Steve Remondini (Seal)

**CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FutureVision Incorporated
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2100 NE 17th Ave

Ft. Lauderdale, Florida 33305

has named Larry Wald

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

Larry Wald
(required agent)

FILED
96 JAN 23 PM 12:00
TALLAHASSEE, FLORIDA

P96000PD 7235

Requestor's Name

RAGAN / WALD
2100 N.E. 17th Ave.
Wilton Manors, FL 33305

500002239415--4
-07/16/97--01057--001
*****70.00 *****70.00

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

500002239415--4
-07/16/97--01057--001
*****70.00 *****35.00

☐ 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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 15 PM 1:29

APPROVED
AND
FILED

CM
O+DP
7-15-97
35A

Florida Department of State, Sandra B. Morthani, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, LARRY WALD, hereby resign as PRESIDENT
(Title)

of FUTUREVISION Incorporated
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.

Larry Wald
(Signature of resigning officer/director)

RESIGNATION EFFECTIVE AS OF 5/15/97 J.W. Carla Gentry

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

Requestor's Name

Address

City/State/Zip Phone #

Office Use Only

P9600000 7235

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

000002242770--2
-07/16/97--01057--001
*****78.00 *****35.00

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

SECRETARY OF STATE
RECEIVED
FEB 15 1997

07 JUL 15 PM 1:33

APPROVED
FEB 15 1997

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
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<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

OK
7-15-97
35

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, CINDY RAGAN, hereby resign as SECRETARY
TREASURER
VICE-PRESIDENT
(Title)

of FutureVision Incorporated
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

RECEIVED
DIVISION OF CORPORATIONS
JAN 10 1998

APPROVED
FILED

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

P96000007235

LEE C. SUMMERS, P.A.
ATTORNEY AND COUNSELOR AT LAW

LEE C. SUMMERS
OF COUNSEL:
ANGELA L. SUMMERS*

2300 GLADES ROAD
SUITE 460 WEST
BOCA RATON, FLORIDA 33431

TELEPHONE:
(561) 368-7227
FAX:
(561) 368-5415

* NOT ADMITTED IN FLORIDA

Attorney's Title Insurance Fund
660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301
Attn: Barbara

Re: Filing of change of Articles

Dear Barbara:

Enclosed please find 2 original Articles of Amendment to the Articles of Incorporation of Futurevision, Inc.. Also enclosed are a check to ATIF in the amount of \$10.00 and a check to the Secretary of State in the amount of \$35.00.

Enclosed is a Self-addressed stamped envelope. Please send stamped version to this office.

If you should have any questions, please contact me.

Very truly yours,
LEE C. SUMMERS, P.A.

Lee C. Summers, Esq.

200002233512--7
-07/09/97--01006--026
*****35.00 *****35.00

RECORDED
97 JUL -9 AM 10:23
DIVISION OF CORPORATION

8/1/97
X00789, 0072, 00672
POW
POW
POW



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 9, 1997

Attorney's Title Insurance Fund
860 E. Jefferson Street
Suite 200
Tallahassee, FL 32301

SUBJECT: FUTURE VISION INCORPORATED
Ref. Number: P96000007235

We have received your document for FUTURE VISION INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 697A00035432

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FUTURE VISION, INCORPORATED**

FILED
97 AUG -1 12:11:47
CLERK OF SUPERIOR COURT
COUNTY OF LOS ANGELES
STATE OF CALIFORNIA

1. The corporation's name was FUTURE VISION, INCORPORATED.
2. The text of the amendment is as follows:
"The name of the corporation shall be Futuretrak International, Inc.".
3. The amendment was effective on June 16, 1997.
4. The amendment was approved by shareholders casting a sufficient number of votes for approval.



Steve Remondini, President



P96000007235

ACCOUNT NO. : 072100000032
REFERENCE : 496899 5021572
AUTHORIZATION : *Deborah Schrod*
COST LIMIT : \$ 35.00

ORDER DATE : August 14, 1997

ORDER TIME : 10:54 AM

ORDER NO. : 496899-005

100002267331--2

CUSTOMER NO: 5021572

CUSTOMER: Ms. Jane Walker
Grocock Loftis & Abramson
Suite 200
126 East Jefferson Street
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: FUTURETRAK INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
97 AUG 14 PM 3:18
TALLAHASSEE, FLORIDA

8/18
Jo Amend
RECEIVED
97 AUG 14 PM 12:17
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

August 15, 1997

CSC
DEBORAH
TALLAHASSEE, FL

SUBJECT: FUTURETRAK INTERNATIONAL, INC.
Ref. Number: P96000007235

RECEIVED
Please give original
submission date as file date

We have received your document for FUTURETRAK INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The document must contain a specific date of adoption; August ____, 1997, is not sufficient.

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 (850) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 997A00041495

RECEIVED
97 AUG 18 AM 8:30
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
FUTURETRAK INTERNATIONAL, INC.

FILED

97 AUG 14 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FutureTrak International, Inc., a Florida corporation, hereby amends its Articles of Incorporation as follows:

Article IV of the Articles of Incorporation is deleted in its entirety and is amended to read as follows:

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is as follows:

1. Authorized Stock. This corporation is authorized to issue the following shares of capital stock:

(a) Common Stock. The aggregate number of shares of Common Stock which the corporation shall have authority to issue is 50,000,000 with a par value of \$.001 per share.

(b) Preferred Stock. The aggregate number of shares of Preferred Stock which the corporation shall have authority to issue is 5,000,000 with a par value of \$.001 per share.

2. Description of Common Stock. Holders of Common Stock are entitled to one vote for each share held of record on all matters submitted to a vote of stockholders and may not cumulate their votes for the election of directors. Shares of Common Stock are not redeemable, do not have any conversion or preemptive rights, and are not subject to further calls or assessments once fully paid.

Holders of Common Stock will be entitled to share pro rata in such dividends and other distributions as may be declared from time to time by the Board of Directors out of funds legally available therefor, subject to any prior rights accruing to any holders of preferred stock of the corporation. Upon liquidation or dissolution of the corporation, holders of shares of Common Stock will be entitled to share proportionally in all assets available for distribution to such holders.

3. Stock Split. Each share of Common Stock currently outstanding is hereby split into ten thousand (10,000) shares of Common Stock.

4. Description of Preferred Stock. The terms, preferences, limitations and relative rights of the Preferred Stock are as follows:

(a) The Board of Directors is expressly authorized at any time and from time to time to provide for the issuance of shares of Preferred Stock in one or more series, with such voting powers, full or limited, but not to exceed one vote per share, or without voting powers, and with such designations, preferences and relative participating, optional or other special rights, qualifications, limitations or restrictions, as shall be fixed and determined in the resolution or resolutions providing for the issuance thereof adopted by the Board of Directors, and as are not stated and expressed in these Articles of Incorporation or any amendment hereto, including (but without limiting the generality of the foregoing) the following:

(i) the distinctive designation of such series and the number of shares which shall constitute such series, which

number may be increased (except where otherwise provided by the Board of Directors in creating such series) or decreased (but not below the number of shares thereof then outstanding) from time to time by resolution by the Board of Directors,

(ii) the rate of dividends payable on shares of such series, the times of payment, whether dividends shall be cumulative, the conditions upon which and the date from which such dividends shall be cumulative;

(iii) whether shares of such series can be redeemed, the time or times when, and the price or prices at which shares of such series shall be redeemable, the redemption price, terms and conditions of redemption, and the sinking fund provisions, if any, for the purchase or redemption of such shares;

(iv) the amount payable on shares of such series and the rights of holders of such shares in the event of any voluntary or involuntary liquidation, dissolution or winding up of the affairs of the corporation;

(v) the rights, if any, of the holders of shares of such series to convert such shares into, or exchange such shares for, shares of Common Stock or shares of any other class or series of Preferred Stock and the terms and conditions of such conversion or exchange; and

(vi) the rights, if any, of the holders of shares of such series to vote.

(b) Except in respect of the relative rights and preferences that may be provided by the Board of Directors as hereinbefore provided, all shares of Preferred Stock shall be of equal rank and shall be identical, and each share of a series shall be identical in all respects with the other shares of the same series.

The foregoing Amendment was adopted on August 11, 1997, by the corporation's Board of Directors and was unanimously approved by all Shareholders by written consent. The number of votes cast by the Shareholders for the Amendment was sufficient for approval by the Shareholders.

Dated this 12 day of August, 1997.

FUTURETRAK INTERNATIONAL, INC.

By: Steve J. Remondini

Name: STEVE J. REMONDINI

Title: PRESIDENT