

P96000028563

TRANSMITTAL LETTER

FILED  
96 MAR 26 PM 1:01  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800001758608  
-03/26/96--01170--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: IMRC Technologies, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

Liza Romano

Name (printed or typed)

5072-2801 SW

Address

Naples, FL 33999

City, State & Zip

941-455-6862

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**

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TALLAHASSEE, FLORIDA

*The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be:

IMRC Technologies, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

5072-28<sup>th</sup> Pl. SW  
Naples, FL 33999

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000 (1-million) shares

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Harry A. Roman  
5072-28<sup>th</sup> Pl. SW  
Naples, FL 33999

**ARTICLE V INCORPORATOR(S)**

**See Instructions for officers/directors**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Harry A. Romano  
5072-28 pl. SW  
Naples, Fl. 33999

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5 day of March, 19 96.

(An additional article must be added if an effective date is requested.)

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

**Notarization is not required**

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

# IMRC TECHNOLOGIES, INC.

## ARTICLE V: Continuation

**THE PURPOSE:** Research and development of electronic devices and licensing of devices and technology.

**PROVISIONS CONCERNING MANAGEMENT AND REGULATIONS OF THE AFFAIRS OF THE CORPORATION:** Harry Romano will be CEO and will be final decision maker of the corporation.

**POWERS OF THE CORPORATION, BOARD OF DIRECTORS, AND SHAREHOLDERS:**  
Shareholders will have voting stock rights, but shall not be involved with everyday business decisions of corporate affairs. Harry Romano will be responsible for final decisions of the corporation. He will be obligated to hear all concerns by board and stockholders, when brought to his attention in written form.

**ANY PROVISION REQUIRED OR PERMITTED TO BE SET FORTH IN THE BYLAWS:**  
Under any form of trouble (bankruptcy, lawsuits, closing of corporation,...). All intellectual property, specifically any patents and licenses owned by I M R C will revert back to Harry Romano as original inventor of all devices.

. . . . .

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

**FILED**

26 MAR 26 PM 1:01

RECORDS & CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is: IMRC Technologies, Inc.
2. The name and address of the registered agent and office is:

Harry A. Romano  
(NAME)

5072-28<sup>th</sup> Pl. SW  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Naples, FL 33999  
(CITY/STATE/ZIP)

*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.*

  
(SIGNATURE)

3/5/96  
(DATE)