

P96000036502

ADRIAN COSTO
9561 FONTAINE BELLAU BLVD #116
MIAMI FL 33172
U S A

00000017487130
-03/19/96--01045--014
****122.50 ****122.50

Office Use Only

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

1. Consolidigi
Digicom, 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

W96-6325

FILED
TALLAHASSEE, FLORIDA

06 APR 29 AM 3:27

SN APR 26 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1996

ADRIAN COSTO 2ND MAILING
9561 FONTAINEBLEAU BLVD., #116
MIAMI, FL 33172

SUBJECT: DIGICOM, INC.
Ref. Number: W9600006325

We have received your document for DIGICOM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 196A00013459

ARTICLES OF INCORPORATION

OF

CONDIGI, INC.

FILED
96 APR 29 AM 8:28

TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of organizing a corporation under the laws of the State of Florida, providing for the formation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we make, subscribe and acknowledge, and file with the Secretary of State for the State of Florida, this Certificate of Incorporation, and to that end we do, by these Articles, set forth:

ARTICLE I

The name of this corporation shall be:

CONDIGI, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be:

(a) to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The capital stock of this corporation shall be composed of One Hundred (100) shares of \$1. par value, payable in lawful money of the United States of America, or in property, labor or services, at a just valuation to be fixed by the directors of the corporation at the organization meeting had after the granting of the Charter herein applied for. The capital stock shall be sold, assigned, issued and transferred only in accordance with such By-Laws as the corporation may, from time to time, make, change or alter and shall be fully paid for at the time of issue, and non-assessable.

ARTICLE IV

Amount of Capital Stock Paid In

The amount of capital stock with which the corporation shall begin business shall not

be less than the sum of ONE HUNDRED (\$ 100.00) DOLLARS.

ARTICLE V

Term of Existence

The term of existence of this corporation shall be perpetual.

ARTICLE VI

The principal office and place of business of this corporation shall be 9561 FOUNTAINBLEAU BLVD, SUITE #116, MIAMI, FLORIDA 33172 with the privilege of establishing other offices and places of business throughout the State of Florida and in any of the several states, territories, possessions and dependencies of the United States of America, the District of Columbia and in foreign countries, as may be designated by vote of the stockholders.

The registered office of COMDIGI, INC. shall be 9561 FOUNTAINBLEAU BLVD., SUITE #116 MIAMI, FLORIDA 33172 and the registered agent is ADRIAN COSTO whose address is 9561 FOUNTAINBLEAU BLVD., SUITE #116, MIAMI, FLORIDA 33172.

ARTICLE VII

The number of directors of the corporation shall not be less than one (1) nor more than ten (10).

ARTICLE VIII

The name and post office address of the director who, subject to the By-Laws, shall hold office until his successor is elected and have qualified, is as follows:

ADRIAN COSTO	9561 FOUNTAINBLEAU BLVD., #116	MIAMI, FLORIDA 33172
--------------	--------------------------------	----------------------

ARTICLE IX

Name and Post Office Address of Subscribers

The name and post office address of each subscriber of this Certificate of Incorporation, and the number of shares of stock each agrees to take, are as follows:

ADRIAN COSTO	9561 FOUNTAINBLEAU BLVD. SUITE #116 MIAMI, FLORIDA 33172	100 shares - \$100.00
--------------	--	-----------------------

ARTICLE X

The following named persons shall be the officers of this corporation for the first year of its existence or until their successors are elected and have qualified:

ADRIAN COSTO

PRESIDENT / VICE PRESIDENT

ARTICLE XI

The business of this corporation shall be conducted by its Board of Directors, the members of which shall be chosen at the annual meeting of the stockholders, and the following officers, to-wit: a President, Secretary, Treasurer, together with such other officers agents and/or factors as may be deemed necessary. Any and all of such officers may or may not be stockholders, and each shall hold office until his successor is chosen and duly qualified. All officers, agents and/or factors may or may not be directors of the corporation, except for the President, who must be a director. Any person may hold two offices provided, however, that the President shall not also be the Secretary or Assistant Secretary of this corporation.

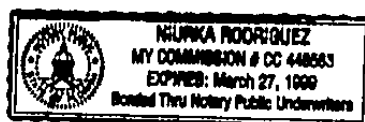
IN WITNESS WHEREOF, I have made, subscribed and acknowledged this Certificate this 16 day of APRIL 1996.



ADRIAN COSTO

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

ON THIS DAY, personally appeared before me, a Notary Public of the State of Florida at Large, ADRIAN COSTO, to me well known and by me known to be the person described in and who signed the foregoing Certificate of Incorporation, and they severally acknowledged to and before me that they signed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 16 day of April 1996.




NOTARY PUBLIC
State of Florida at Large

My commission expires:
03/27/99

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT COMDIGI, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI
(CITY)

STATE OF FLORIDA, HAS NAMED ADRIAN COSTO
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 9561 FOUNTAINBLEAU BLVD., SUITE #116
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
(CITY)
WITHIN FLORIDA.

SIGNATURE X [Signature]
(CORPORATE OFFICER)
ADRIAN COSTO

TITLE PRESIDENT

DATE X 04/16/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

SIGNATURE X [Signature]
(RESIDENT AGENT)
ADRIAN COSTO

DATE X 04/16/96

FILED
86 APR 29 AM 8:28
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

P96000036502

Requestor's Name

7226 NW 31st

Address

Miami, FL 33122

City/State/Zip

Phone #

Office Use Only

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

1. _____
(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 checked="" 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

600002228616--9
-07/02/97--01029--006
*****35.00 *****35.00

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

~~1515~~

FILED
97 AUG -5 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

JW 8/5

RESTATED ARTICLES OF INCORPORATION
OF
COMDIGI, INC.

FILED
97 AUG -5 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting the entire Board of Directors of COMDIGI, INC., hereby file these Restated Articles of Incorporation of COMDIGI, INC., a Florida corporation.

ARTICLE I. NAME

The name of the corporation shall be changed from COMDIGI, INC. to:

DigiMicro, Corp.

The address of the principal office of this corporation is 7226 N.W. 31st Street, Miami, Fl. 33122, and the mailing address of this corporation is the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the registered office of the corporation shall be

7226 N.W. 31st Street, Miami, Florida 33122, and the name of the registered agent of the corporation at the address is ADRIAN COSTO.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

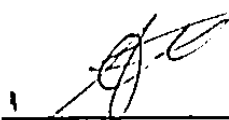
ARTICLE VI. INCORPORATOR

The name and street address of the board of directors of this corporation and filers of this Re-Statement of Articles of Incorporation are:

ADRIAN COSTO
11349 N.W. 50th Terrace
Miami, Florida 33172

MATTHEW J. BROTHERS
3090 Day Avenue
Coconut Grove, Florida 33133

IN WITNESS WHEREOF, the undersigned ADRIAN COSTO and MATTHEW J. BROTHERS, have hereunto set their hands and seals this 28 day of June, 1997.



ADRIAN COSTO, Director and Co-President



MATTHEW J. BROTHERS, Director and Co-President

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

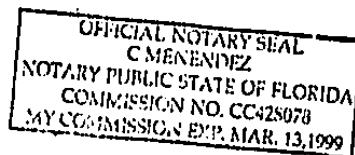
ON THIS DAY, personally appeared BEFORE ME, A Notary Public of the State of Florida at Large, ADRIAN COSTO and MATTHEW J. BROTHERS, to me well known and by me known to be the persons described in and who signed the foregoing Restated Articles of Incorporation, and they severally acknowledged to and before me that they signed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida this 28 day of
June, 1997.



NOTARY PUBLIC
State of Florida at Large C MENENDEZ

My commission expires:




APPROVAL OF SHAREHOLDERS AND
RESOLUTION BY THE BOARD OF DIRECTORS OF
COMDIGI, INC.

On June 25, 1997, during a special meeting of the Board of Directors of COMDIGI, INC., duly called, noticed, and held, all pursuant to and in accordance with the Articles of Incorporation and Bylaws of the Corporation as well as the Florida Business Corporation Act, the undersigned, constituting the entire Board of Directors, did hereby adopt the following resolutions:


RESOLVED, the name of the Corporation shall be changed to DigiMicro, Corp., and that Amended or Re-Styled Articles of Incorporation shall be filed with the Florida Secretary of State to reflect the change of name and to make any other changes deemed necessary and proper by the Board of Directors and all shareholders.

FURTHER RESOLVED, that ADRIAN COSTO and MATTHEW J. BROTHERS are hereby authorized to execute and file Amended or Restated Articles of Incorporation to change the name of the Corporation.

IN WITNESS WHEREOF the undersigned, constituting all the Directors, execute this Resolution of the Corporation on June 26, 1997.



ADRIAN COSTO, Director and Shareholder and Co-President



MATTHEW J. BROTHERS, Director and Shareholder and Co-President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1997

COMDIGI, INC.
7226 NW 31ST STREET
MIAMI, FL 33122

SUBJECT: COMDIGI, INC.
Ref. Number: P96000036502

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

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 997A00035534