

P96000042522

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Evelt Simmons GAVE
AUTHORIZATION BY PHONE TO
CORRECT word initial
DATE 7-13-99
DOC. EXAM DHS

FILED
99 JUL 13 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

151 East 93rd Street, Suite 1F
New York, New York 11212
Telephone: (718) 363-7599
Facsimile: (718) 363-7756

324 Datura Street
Suite 210
West Palm Beach, FL 33401
Telephone: (561) 832-7080
Facsimile: (561) 832-5473

Douglas Centre - Penthouse II
2600 Douglas Road
Coral Gables, FL 33134
Telephone: (305) 446-3244
Facsimile (305) 446-3538

PLEASE REPLY TO: Port St. Lucie

June 22, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400002917744--7
-06/28/99--01146--007
*****35.00 *****35.00

In Re: Treasure Coast Technologies Group, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of Article of Amendment to Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$35.00 is enclosed for the filing fee. Please file the original of the enclosed Amendment and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely yours,

Simmons & Clyne, P.A.



Evelt L. Simmons, Esquire

ELS/cac

Enclosures



FILED

FLORIDA DEPARTMENT OF STATE 99 JUL 13 PM 3:45

Katherine Harris
Secretary of State

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 6, 1999

SIMMONS & CLYNE, P.A.
UNITY ONE AT ST. LUCIE WEST
145 NW CENTRAL PARK PLAZA, SUITE 200
PORT ST. LUCIE, FL 34986

SUBJECT: TREASURE COAST TECHNOLOGIES GROUP, INC.
Ref. Number: P96000042522

We have received your document for TREASURE COAST TECHNOLOGIES GROUP, 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 word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The date of adoption of each amendment must be included in the document.

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.

Doug Spitler
Document Specialist

Letter Number: 799A00035004

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

FILED

99 JUL 13 PM 3:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TREASURE COAST TECHNOLOGIES GROUP, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: All Articles have been changed as follows:

I

Name of Corporation, Principal Office and Mailing Address

The name of this Corporation shall be INTERNATIONAL TECHNOLOGIES GROUP UNLIMITED, INC.. The principal office of this Corporation shall be 800 Virginia Avenue, Suite 8, Fort Pierce, Florida 34982. The mailing address of this Corporation shall be 800 Virginia Avenue, Suite 8, Fort Pierce, Florida 34982.

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

- A. To provide information systems solutions.
- B. To employ such persons, firms or corporations as may be reasonably necessary to assist in the business of the corporation.

C. To otherwise engage in any activity or business permitted under the laws of the United States and of the State of Florida.

D. To engage in no other business other than the rendition of the professional services specified herein.

III

Capital Stock

A. The Corporation is authorized to issue two classes of stock as follows:

1. Common Shares. The maximum number of voting shares this Corporation is authorized to issue is 10,000, par value \$1.00 per share, all of which shall be common shares, all common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share in all matters on which shareholders have the right to vote.

2. Preferred Shares. The Corporation is authorized to issue 15,000 shares of preferred stock, which shall be designated as Class "A" preferred stock and which shall pay dividends before any dividends shall be paid on the Corporation's common shares.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV

Duration

The Corporation shall have perpetual existence.

V

Registered Agent

The address of this Corporation's registered office is 145 NW Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986, and the name of its Registered Agent at said address is Evett L. Simmons, Esquire.

VI

Incorporator

The name and address of the Incorporator is as follows:

Jean Waller a/k/a Roderick J. Waller
1274 S.W. Cedar Cove
Port St. Lucie, Florida 34986

VII

Board of Directors

The Corporation shall have a Board of Directors consisting of four (4) persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one (1). The names and addresses of the Directors of this Corporation are:

Gregory Homier
800 Virginia Avenue, Suite 8
Fort Pierce, Florida 34982

Sarah Walker
800 Virginia Avenue, Suite 8
Fort Pierce, Florida 34982

Peter C. Jackson
800 Virginia Avenue, Suite 8
Fort Pierce, Florida 34982

Roderick J. Waller
800 Virginia Avenue, Suite 8
Fort Pierce, Florida 34982

Christopher Santoro
800 Virginia Avenue, Suite 8
Fort Pierce, Florida 34982

VIII

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX

Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

Bylaw Amendment

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

SECOND: The date of the amendments in Section First was June 16th, 1999.

THIRD: The amendments were approved by all of the Shareholders.

In Witness Whereof, the undersigned Stockholder and Officer has executed these Articles of Incorporation this 22 day of June, 1999.

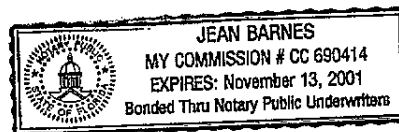
By: *Roderick J. Waller*
RODERICK J. WALLER,
President

State of Florida
County of St. Lucie

The Foregoing Instrument was acknowledged before me this 22 day of June, 1999, by RODERICK J. WALLER, who after producing Florida Driver's License # W460-730-64-098-0, is known to be the person who executed the foregoing **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION**, as the President of Treasure Coast Technologies Group, Inc., who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal this 22 day of June, 1999.

Jean Barnes
NOTARY PUBLIC-State of Florida
My Commission Expires:



**CERTIFICATE DESIGNATING PLACES OF BUSINESS
OR DOMICILE FOR THE SERVICES OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

That **INTERNATIONAL TECHNOLOGIES GROUP UNLIMITED, INC.**, a Corporation for Profit, has named **EVETT L. SIMMONS, ESQUIRE**, 145 NW Central Park Plaza, Suite 200, Port St. Lucie, FL 34986, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



EVETT L. SIMMONS, ESQUIRE