

96 000045147

LAW OFFICES
SUSAN K. BAUMEL
PROFESSIONAL ASSOCIATION
750 SOUTH DIXIE HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (407) 394-5557

FACSIMILE (407) 394-9086

May 16, 1996

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

Re: KRYPTO INTERNATIONAL MARKETING, INC.

Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$122.50 to cover fees as follows:

Filing Fee	\$ 35.00
Resident Agent Fee	35.00
Certified Copy	<u>52.50</u>
TOTAL:	<u>\$122.50</u>

Please direct the certified copy of the Articles and any questions to the undersigned.

Sincerely,

SUSAN K. BAUMEL, P.A.

E. Patrick Heeney

E. Patrick Heeney
Corporate Paralegal

Enclosures

400001831894
-05/21/96--01066--003
***122.50 ***122.50
FILED
MAY 20 PM 3:54
TALLAHASSEE, FLORIDA
BROWN MAY 28 1996

ARTICLES OF INCORPORATION
OF
KRYPTO INTERNATIONAL MARKETING, INC.

FILED
MAR 20 11 3:54
TALLAHASSEE, FLORIDA

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is KRYPTO INTERNATIONAL MARKETING, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 at \$.01 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the Corporation shall be 1121 Holland Drive, Boca Raton, Florida 33487. The name of the Corporation's initial registered agent is Susan K. Baumel.

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is one (1). The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Arthur R. Mills	1121 Holland Drive Boca Raton, Florida 33487

The initial director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is Arthur R. Mills, 1121 Holland Drive, Boca Raton, Florida 33487.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the By-Laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such

agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 15 day of May, 1996.

Arthur R. Mills
Arthur R. Mills, Incorporator


STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by
Arthur R. Mills this 15 day of May, 1996.

CHECK ONE

☒ Personally known to me

☐ Provided identification as follows: _____

Susan K. Baumel
Notary Public
 SUSAN K. BAUMEL
MY COMMISSION # CC443087 EXPIRES
March 14, 1999
BONDED THRU TROY FARM INSURANCE, INC.

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

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That KRYPTO INTERNATIONAL MARKETING, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 1121 Holland Drive, Boca Raton, Florida 33487 has named Susan K. Baumel located at 750 South Dixie Highway, Boca Raton, Florida 33432, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

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 performance of my duties.

Susan K. Baumel
Susan K. Baumel

P96000045147

LAW OFFICES
SUSAN K. BAUMEL
PROFESSIONAL ASSOCIATION
750 SOUTH DIXIE HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (407) 394-5557

FACSIMILE (407) 394-9086

August 8, 1996

Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, FL 32399

700001919987
-08/13/96--01061--001
*****87.50 *****87.50

Re: Krypto International Marketing, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$87.50 for filing fees.

Please direct the certified copy and any questions to the undersigned.

Sincerely,

Susan K. Baumel

Susan K. Baumel

SKB:tat

Enclosure

Name Change

KFT

8-15-96

FILED
96 AUG 12 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
KRYPTO INTERNATIONAL MARKETING, INC.

FILED

96 AUG 12 PM 12:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Statutes, the Articles of Incorporation of KRYPTO INTERNATIONAL MARKETING, INC., are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the 30 day of July, 1996, as follows:

1. The name of the Corporation is KRYPTO INTERNATIONAL MARKETING, INC..

2. ARTICLE I is hereby amended to read as follows:

The name of this corporation is IN DEEP, INC.

3. The Amendment was adopted by the Shareholders and Directors on the 30 day of July, 1996.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Articles of Incorporation this 31st day of July, 1996.


Richard P. Gagnon, President

JOINT CONSENT RESOLUTION
TO CHANGE THE NAME OF THE CORPORATION TO
IN DEEP, INC.

Pursuant to the Florida Statutes, the Board of Directors and Shareholders of KRYPTO INTERNATIONAL MARKETING, INC., hereby take the following action in lieu of meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

WHEREAS, the Corporation desires to change the name of the Corporation from KRYPTO INTERNATIONAL MARKETING, INC. to IN DEEP, INC.

NOW, THEREFORE, let it be,

RESOLVED, that the Articles of Incorporation be amended to reflect the name change of the corporation from KRYPTO INTERNATIONAL MARKETING, INC. to IN DEEP, INC.

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution this 31st day of July, 1996.



Richard P. Gagnon, President

P96000045147

LAW OFFICES
SUSAN K. BAUMEL
PROFESSIONAL ASSOCIATION
750 SOUTH DIXIE HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (561) 394-5557

FACSIMILE (561) 394-9086

December 30, 1996

VIA FEDERAL EXPRESS

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

100002044351--0
-01/03/97--01064--008
*****87.50 *****87.50

Re: IN DEEP, INC.

Dear Corporate Specialist:

Enclosed for filing are the Articles of Dissolution for the above-referenced corporation along with a check in the amount of Eighty-Seven and 50/100 (\$87.50) Dollars to cover fees as follows:

Filing Fee	\$ 35.00
Certified Copy	<u>52.50</u>
TOTAL:	<u>\$ 87.50</u>

Please direct the certified copy of the Articles and any questions to the undersigned.

Sincerely,

Tracey A. Testa

Tracey A. Testa
Corporate Legal Assistant

Enclosures

Diss
SH 1/10
FILED
97 JAN -2 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to Florida Statutes, Section 607.1403, the undersigned corporation submits the following Articles of Dissolution:

- FIRST:** The name of the Corporation is IN DEEP, INC.
- SECOND:** The dissolution was authorized on the 26th day of December, 1996.
- THIRD:** Adoption of Dissolution was approved by the Sole Shareholder. The number of votes cast for dissolution was sufficient for approval.

Signed this 26th day of December, 1996.

IN DEEP, INC.

By: _____

Arthur Mills

FILED
97 JAN -2 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA