

P960000 47122

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

A GROSSER JUN 4 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/4/96		
TIME	9:00		CK No. _____
BY	CD		

WALK-IN
 Will Pick Up _____

_____ of _____ No 52603
 RE: InVision Business
Solutions, Inc.

	FILED	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

	RECEIVED
SUBTOTALS	
FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
INVISION BUSINESS SOLUTIONS, INC.**

FILED
95 JUN -4
TALLAHASSEE

THE UNDERSIGNED, being above the age of twenty-one (21) years and competent to contract, and being a resident of the United States of America, for the purposes of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I
NAME**

The name of the Corporation is **INVISION BUSINESS SOLUTIONS, INC.**, and its principal place of business shall be located at 3041 Whisper Lake Lane, Suite "E", Winter Park, Florida 32792.

**ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE**

This corporation shall commence corporate existence upon registration in Florida, and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III
PURPOSES**

The purposes for which the Corporation is organized are as follows:

- (a) To engage in the sales and marketing of computer software and hardware products, further to engage in the business of the development of software products; further to engage in the business of conducting seminars, teaching courses, performing consulting activities, or in any other way cause to be communicated to the general public information concerning hardware or software computer products; further, to engage in any activity related in any way whatsoever with the computer industry as defined in its broadest sense.
- (b) To engage in any other lawful business enterprise for the purpose of making a profit either in this State or any other state or country as determined by the Board of Directors (the "Board") of the Corporation.
- (c) To take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide and otherwise handle, deal in or dispose of real estate, real property, and any interest in or right therein, necessary, incident to or otherwise related to any of the purposes of the Corporation.
- (d) To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise deal in and dispose of the personal property, chattels, chattels real, rights, easements, privileges, choses in action,

notes, bonds, mortgages, and securities as may be lawfully acquired, held, or disposed of by the Corporation under the law, necessary or incident to or otherwise related to any of the purposes of the Corporation.

(e) To acquire and take over the whole or any part of the business, property, assets, contracts, or liabilities of any firm, person, or other Corporation engaged in the same or any other business within the scope of the purposes described herein; to acquire any property, real or personal, necessary or reasonably convenient for the carrying on of that business; and generally to do and perform all acts proper or necessary for the purposes of that business.

(f) To exercise all the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and to engage in any and all business activities allowed under Florida law as the same now exist and as hereafter altered.

(g) The foregoing purposes of the Corporation shall be liberally construed both as to objects and powers, and it is expressly and specifically provided that the foregoing enumeration of the specific powers and purposes of the Corporation shall not be held to limit or restrict in any manner the powers of the Corporation conferred by law, whether the same be set forth herein or not.

ARTICLE IV **AUTHORIZED CAPITAL STOCK**

The aggregate number of shares for which the Corporation shall have authority to issue is Ten Thousand shares of no par value common stock. There shall be only one form of stock authorized, that being the common, voting shares. The Corporation may issue and dispose of the authorized stock.

Shares to be issued by this Corporation may be restricted, with respect to the transfer, hypothecation or sale or other disposition under the terms and conditions as specified by the Board of Directors, through resolution, provided that the restriction does not unreasonably restrain the alienation of the shares.

Shares of preferred, non voting stock, may be authorized by a vote of the Board of Directors, in accordance with the Bylaws of the Corporation, but the issuance thereof shall only occur subsequent to receipt by the Corporation for inclusion in its official record book a certified copy of Amended Articles, duly filed with the state, which shall alter the provisions of this section, and which shall bear the signatures of those Directors voting in favor of the Amended Articles.

ARTICLE V **SHAREHOLDER RIGHTS**

New, unissued or treasury shares shall be issued only upon approval of existing stockholders who shall have the right to purchase, at the offering price, sufficient shares to maintain their relative percentage ownership interest.

ARTICLE VI **INTERNAL AFFAIRS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the By-Laws, subject to the following provisions:

(a) At the stockholders' meeting, each stockholder shall be entitled to one vote for each share of stock held in his name, which vote may be cast by him either in person or by proxy, and the affirmative vote of at least FIFTY PERCENT PLUS ONE SHARE of the issued and outstanding shares entitled to vote is required for any stockholder action.

(b) The stockholders of the Corporation are authorized to take any and all action without a meeting, if either before or after the action is taken all stockholders entitled to vote with respect to the matter, sign and file with the Secretary for inclusion in the Corporate Record Book a written consent memorandum showing the nature of the action taken and showing that each stockholder consented to the informal action with respect to the matters and approved the action taken.

(c) The Board is authorized to take any and all action without a meeting through a vote of a majority of its members, if either before or after the action is taken all Directors sign and file with the Secretary for inclusion in the Corporate Record Book a written consent memorandum showing the nature of the action taken; showing that each Director consented to the Board acting informally with respect to the matters; and showing the name of the Directors who approved the action taken and the names of those who opposed it.

(d) The initial By-Laws shall be adopted by the Board. The power to alter, amend, or repeal the By-Laws or to adopt new By-Laws shall be vested in the Board and the stockholders as provided in the By-Laws and may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the Florida Business Corporation Act or these Articles.

(e) At a special meeting of the stockholders called expressly for that purpose, Directors may be removed in the manner provided in this Section. All members of the Board may be removed, with or without cause, by a vote of the holders of FIFTY PERCENT PLUS ONE SHARE of the stock then entitled to vote at an election of Directors. No Director shall be entitled to receive notice of, or a hearing with respect to, his removal.

ARTICLE VII **REGISTERED AGENT**

The address of the initial registered office of the Corporation is 3041 Whisper Lake Lane, Suite "E", Winter Park, Florida 32792 and the name of its initial registered agent at that address is Jack Amin.

ARTICLE VIII
NUMBER OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is two. The number of directors may be either increased or diminished from time to time by the bylaws; provided, however, that the number of directors shall never be less than one. The name and the street address of the initial directors of this Corporation are:

JACK AMIN
3041 Whisper Lake Lane - Suite E
Winter Park, Florida 32792

JOHNI AMIN
3041 Whisper Lake Lane - Suite E
Winter Park, Florida 32792

ARTICLE IX
AMENDMENT

The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by law.

ARTICLE X
INCORPORATOR

The name and address of the Incorporator is:

JACK AMIN
3041 Whisper Lake Lane - Suite E
Winter Park, Florida 32792

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, further, the undersigned expressly states that he is familiar with and fully accepts the duties and responsibilities as registered agent of the corporation, and does hereby subscribe thereto and hereunder set his name and seal this Thirty-first day of May, 1996.


JACK AMIN

JENNIFER E. SISK
NOTARY PUBLIC
PERSONALLY KNOWN ☒ OR
PRODUCED I.D. ☒
TYPE OF I.D. PRODUCED ALONG WITH NAME
FDI 1550420589110

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **JACK AMIN** who produced a Florida Drivers License as identification and did take an oath and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.
WITNESS my hand and seal in the County and State last aforesaid this Thirty-first day of May, 1996.

My Commission Expires:

Jennifer E. Sisk
NOTARY PUBLIC



JENNIFER E. SISK
My Commission 00004004
Expires Feb. 01, 2000

JENNIFER E. SISK
Print Name Of Notary Public

FILED
96 JUN -4 PM 1:25
TALLAHASSEE, FLORIDA



751 Warrenton Road
Winter Park, FL 32792
tel. (407) 657-1418 fax (407) 657-5350

PA6000047122

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

Dear Ladies and Gentlemen:

This letter is to inform your office that we have moved our business to 751 Warrenton Road, Winter Park, Florida 32792. Please make corrections to your file so we will receive the 1998 Profit Corporation Annual Report promptly.

If there are any questions or concerns about our address change, please contact me at the above address or call (407) 657-1418.

Sincerely,

Jack Amin
President
Invision Business Solutions, Inc.
FEI Number 59-3385672

JA/dma

Kelley
9/24