

P96000049/49

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

Subject: Legacy Technologies Corporation

Enclosed is the original and one copy of the Articles of Incorporation of Legacy Technologies Corporation, along with our check # 1164 for \$70 for filing fee.

Please return one copy of the Articles stamped with date and time. Thank you.

Sincerely,


Christophe Couallier

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-06/07/96--01042--004
*****70.00 *****70.00

Return address: Roman Inochovsky
1535 FARRINGTON CIRCLE, SUITE A
HEATHROW, FL 32746

See attached self-addressed envelope.

FILED
96 JUN -7 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DNC
6-70-96

**ARTICLES OF INCORPORATION
OF
LEGACY TECHNOLOGIES CORPORATION**

FILED

96 JUN -7 AM 10: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators (page 2), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be: LEGACY TECHNOLOGIES CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this Corporation shall be in Orlando Metropolitan area, Central Florida, and the mailing address shall be: 1535 Farrindon Circle, Suite A, Heathrow, FL 32746.

ARTICLE III - SHARES

The number of shares of stock that this Corporation is authorized to issue is: 1,000,000 shares, distributed as follows: 500,000 shares designated as class A shares, each with identical rights to dividends, liquidation proceeds and voting power; 250,000 shares designated as class B shares, each with identical rights to dividends and liquidation proceeds as class A shares but with no voting power; and 250,000 shares designated as class C shares, each with identical rights to dividends as class A and B shares, but with no rights to liquidation proceeds and voting power.

ARTICLE IV - PREEMPTIVE RIGHTS

Only the initial class A shareholders of the Corporation, as will be clearly identified in the minutes of meeting of Directors, are granted automatic preemptive rights pursuant to Florida Statutes 607.0630 except as detailed and further defined by bylaw provisions or by a shareholders' agreement. Additional shareholders, other than the initial class A shareholders as defined above, may be allowed to be granted preemptive rights as determined by resolution adopted by super-majority vote by the Board of Directors at the time of each stock issue.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Roman Inochovsky, 1535 Farrindon Circle, Heathrow, FL 32746.

ARTICLE VI - INITIAL DIRECTORS

The initial Board of Directors shall have two (2) members whose names and addresses are as follows

Christophe Couallier - 849 S. Wymore Road, Apt. 26A, Altamonte Springs, FL 32714
Roman Inochovsky - 1535 Farrindon Circle, Heathrow, FL 32746

The number of directors may be raised or lowered by amendment of the bylaws of the Corporation but shall in no case be less than one.

ARTICLE VII - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Christophe Couallier - 849 S. Wymore Road, Apt. 26A, Altamonte Springs, FL 32714
Roman Inochovsky - 1535 Farrindon Circle, Heathrow, FL 32746

ARTICLE VIII - PERSONAL LIABILITY

No Director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his/her duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of laws; (c) liabilities of a director imposed by Florida Business Corporation Act; (d) any transaction from which the Director derived an improper personal benefit.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4th day of June, 1996.

Roman Inochovsky 
Printed Name and Signature

Christophe Couallier 
Printed Name and Signature

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT AND 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 and registered agent, in the State of Florida.

1. The name of the Corporation is: LEGACY TECHNOLOGIES CORPORATION
2. The name and street address of the registered agent and registered office is:

Roman Inochovsky - 1535 Farrindon Circle, Heathrow, FL 32746

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 provision 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.

IN WITNESS WHEREOF, the undersigned registered agent has executed this certificate this 4th day of June, 1996.

Roman Inochovsky
Printed Name and Signature

