

P96000073718

**DITTMER, WOHLUST & WILKINS, P.A.**

230 Lookout Place  
P.O. Box 941090  
Maitland, FL 32794-1090

Office Use Only

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

1. Dynasty Electronics, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

**EFFECTIVE DATE**

9-1-96

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

900001930000  
-08/30/96--01025--013  
\*\*\*245.00 \*\*\*122.50

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

FILED  
95 AUG 30 PM 12:24  
TALLAHASSEE, FLORIDA

Dmc 9/5/96

**ARTICLES OF INCORPORATION  
OF  
DYNASTY ELECTRONICS, INC.**

FILED  
95 AUG 30 PM 12:24  
TALLAHASSEE, FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the state of Florida.

**ARTICLE I - Name**

The name of this corporation shall be:

DYNASTY ELECTRONICS, INC.

EFFECTIVE DATE

9-1-96

**ARTICLE II - Principal Office and Mailing Address**

The principal office of the corporation is located at 204 South Semoran Boulevard, Orlando, Florida 32807 and the mailing address of the corporation is 204 South Semoran Boulevard, Orlando, Florida 32807.

**ARTICLE III - Initial Registered Office and Agent**

The name of the initial registered agent of this corporation is Robert C. Wilkins, Jr., and the street address of the initial registered office of this corporation is 230 Lookout Place, Maitland, Florida 32751.

**ARTICLE IV - Business and Activities**

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the state of Florida.

**ARTICLE V - Capital Stock**

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$ 1.00 per share.

#### ARTICLE VI - Effective Date and Term of Existence

The effective date upon which this corporation shall come into existence shall be September 1, 1996, and it shall exist perpetually thereafter until dissolved according to law.

#### ARTICLE VII - Directors

A. The initial number of directors of this corporation shall be see four (4).

B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.

D. Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the board of directors, each to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Fredrich Alzner	5843 Cove Drive Orlando, FL 32812
Fred O. Perrotti	8012 Old Town Drive Orlando, FL 32819
Jacqueline Perrotti	8012 Old Town Drive Orlando, FL 32819
Jennifer Alzner	5843 Cove Drive Orlando, FL 32812

F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.

C. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

#### ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these articles are:

Name

Street Address

Robert C. Wilkins, Jr.

230 Lookout Place  
Maitland, FL 32746

#### ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

#### ARTICLE X - Amendment to Articles

These articles of incorporation may be amended in the manner provided by law. Every amendment which requires shareholder approval shall be approved by the board of directors, proposed by them to the shareholders as required by law, and approved at a shareholders' meeting by the holders of a majority of the stock issued, outstanding and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

#### ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 27th day of August, 1996.

  
ROBERT C. WILKINS, JR.

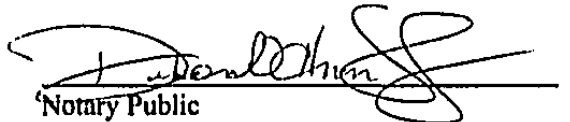
STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27th day of August, 1996, by Robert C. Wilkins, Jr., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.



DEBORAH ANN JAMSKI  
My Commission CG504957  
Expires Nov. 14, 1999

  
Notary Public

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of Dynasty Electronics, Inc., and state that I am familiar with, and accept the obligation of this position.

  
ROBERT C. WILKINS, JR.

P96000073718

DEITMER, WOHLUST & WILKINS, P.A.

Attorneys at Law  
230 LOOKOUT PLACE  
MAITLAND, FLORIDA 32751

TERRANCE H. DEITMER  
O. CHARLES WOHLUST  
ROBERT C. WILKINS, JR.

POST OFFICE BOX 941600  
MAITLAND, FLORIDA 32794-1600  
TELEPHONE (407) 539-0009  
FACSIMILE (407) 539-1995

FILED  
97 MAR -3 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 26, 1997

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

700002102677--1  
-03/03/97--01107--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Dynasty Electronics, Inc. and  
PACE Group, Inc.

Dear Sir/Madam:

In connection with the above-referenced corporation, enclosed for filing with the Secretary of State is an original and one copy of the Articles of Amendment to the Articles of Incorporation of Dynasty Electronics, Inc. Also enclosed is my firm's check payable to the Department of State in the amount of \$35.00 to cover the costs of filing said documents with the Secretary of State.

Please send verification of filing and certified copy of each document to our office at the above address. Should you have any questions regarding this matter, please do not hesitate to call.

Sincerely,

*Debbie Jamski*

Debbie Jamski  
Legal Assistant

/daj  
Enclosures

VS MAR 6 1997

*Amend*

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
DYNASTY ELECTRONICS, INC.

FILED  
97 MAR -3 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

TO: Department of State  
Tallahassee, Florida 32304

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- I. The name of the corporation is presently Dynasty Electronics, Inc.
- II. The following amendment(s) to the articles of incorporation are adopted:

Article V - Capital Stock shall be amended to provide as follows:

The aggregate number of shares that the corporation shall have the authority to issue is Ten Thousand (10,000) shares of common stock with a par value of one dollar (\$1.00) per share. 1000 shares shall be voting stock and 9000 shares shall be non-voting stock, which voting rights shall be indicated on each certificate.

No classes of stock. The shares of corporation are not to be divided into classes.

IV. The corporation has not yet issued share of stock and the sole incorporator has adopted this amendment to the Articles of Incorporation of Dynasty Electronics, Inc.

Dated: 10/15/96

By:   
Robert C. Wilkins, Jr., Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of October, 1996, by Robert C. Wilkins, Jr..

  
NOTARY PUBLIC

My commission expires:

Personally Known ☒ OR Produced identification \_\_\_\_\_  
Type of identification Produced \_\_\_\_\_



DEBORAH ANN JAMSKI  
My Commission CC509957  
Expires Nov. 14, 1999

P96000073718

MAGUIRE, VOORHIS & WELLS, P.A.

*Attorneys at Law*

SUNTRUST TOWER, SUITE 3000  
200 SOUTH ORANGE AVENUE  
ORLANDO, FLORIDA 32801  
TELEPHONE 407-244-1100  
FACSIMILE 407-872-0207

MAILING ADDRESS  
P.O. BOX 633  
ORLANDO, FLORIDA 32802

INTERNET E-MAIL  
MSPEAR@MWW.COM

June 13, 1997

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

400002215644--8  
-06/18/97--01059--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Subject: Dynasty Electronics, Inc.

Dear Sir or Madam:

Enclosed please find the following in connection with above-referenced corporation --

1. Original and one photocopy of Statement of Change of Registered Office or Registered Agent or Both For Corporation; and
2. A check in the amount of \$35.00 in payment of the filing fee.

Please file the original, date-stamp the photocopy with the filing information, and return it to the attention of the undersigned for our records.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

*Marlis J. Spear*

Mrs. Marlis J. Spear  
Legal Assistant

/mjs

Enclosures

cc: Mr. David A. Enix, w/enc.  
Jay Van Heyde, Esq.

FILED  
97 JUN 30 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F15AX011ULTRAGENT FRM

ORLANDO

MELBOURNE

TALLAHASSEE

*R.A. Change*



Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,  
Florida Statutes, the undersigned corporation organized under the laws of the State of  
Florida submits the following statement in order to change its registered office  
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: DYNASTY ELECTRONICS, INC.

1b. Date of Incorporation August 30, 1996 Document number P96000073718

2. The name and address of the current registered agent and office:

FRED C. ALZNER

204 S. Semoran Boulevard, Orlando, FL 32807

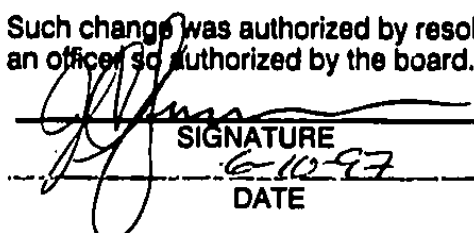
3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

DAVID A. ENIX

210 South Semoran Boulevard, Orlando, FL 32807

The street address of its registered agent and the street address of the business office  
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by  
an officer so authorized by the board.

  
SIGNATURE  
6-10-97  
DATE

JOSEPH C. GIAMMARRUSCO, President & CEO  
Typed or printed name and title

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-  
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE J. E. Enix  
(Registered Agent)  
DATE 6-10-97

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

**MAGUIRE, VOORHIS & WELLS, P.A.**

*Attorneys at Law*

SUNTRUST TOWER, SUITE 3000  
200 SOUTH ORANGE AVENUE  
ORLANDO, FLORIDA 32801  
TELEPHONE 407-244-1100  
FACSIMILE 407-872-8207

MAILING ADDRESS  
P.O. BOX 833  
ORLANDO, FLORIDA 32802

INTERNET E-MAIL  
MSPEAR@MWW.COM

June 26, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Subject: Change of Registered Office/Agent - Dynasty Electronics, Inc.

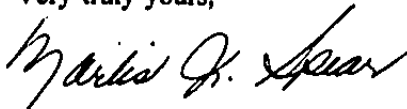
Gentlemen:

Enclosed is the original and one copy of the Statement of Change of Registered Office or Registered Agent or both For Corporations concerning the above corporation, together with copy of your letter of June 20, 1997.

Please file the original, date-stamp the photocopy with the filing information and return it to the attention of the undersigned for our records.

Thank you for your assistance in this matter.

Very truly yours,



Mrs. Marlis J. Spear  
Legal Assistant

/mjs

Enclosures

cc: Jay Van Heyde, Esq.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

June 20, 1997

MARLIS J. SPEAR  
MAGUIRE, VOOEHIS & WELLS, P.A.  
200 S. ORANGE AVENUE, SUITE 3000  
ORLANDO, FL 32801

SUBJECT: DYNASTY ELECTRONICS, INC.  
Ref. Number: P96000073718

We have received your document for DYNASTY ELECTRONICS, 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):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

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) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 397A00033025