

PA160000077874

LAW OFFICE OF
ERIC P. LITTMAN, P.A.
1400 BICKELL AVENUE
EIGHTH FLOOR
MIAMI, FLORIDA 33133

MARK J. BRYN
OF COUNSEL

TEL (305) 378-3388
FAX (305) 378-0880

September 16, 1996
TALLAHASSEE, FLORIDA

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

500001950475
-09/18/96--01053--014
****122.50 ****122.50

Re Articles of Incorporation
Employment English Corp.

Gentlemen:

Enclosed please find two original Articles of Incorporation for ~~Blue-Parrot Distributors~~
Corp. Please return a certified copy of each to our office. Enclosed is a check in the
amount of \$122.50 to cover the fees.

Very truly yours,



Eric P. Littman

EPL/ijc

Enclosures

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2/19/96

**ARTICLES OF INCORPORATION
OF
EMPLOYMENT ENGLISH CORP.**

The undersigned, desiring to form a corporation (the "Corporation") under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is EMPLOYMENT ENGLISH CORP.

**ARTICLE II
PURPOSE**

The Corporation shall be organized for any and all purposes authorized under the laws of the state of Florida.

**ARTICLE III
PERIOD OF EXISTENCE**

The period during which the Corporation shall continue is perpetual.

**ARTICLE IV
SHARES**

The capital stock of this corporation shall consist of 50,000,000 shares of common stock, \$.001 par value.

**ARTICLE V
PLACE OF BUSINESS**

The initial address of the principal place of business of this corporation in the State of Florida shall be 1428 Brickell Avenue, 8th Floor, Miami, FL 33131. The Board of Directors may at any time and from time to time move the principal office of this corporation.

**ARTICLE VI
DIRECTORS AND OFFICERS**

The business of this corporation shall be managed by its Board of Directors. The number of such directors shall be not be less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the By-Laws.

The number of persons constituting the initial Board of Directors shall be 1. The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws. The name and addresses of the initial Board of Directors and officers are as follows:

Dobra Chait	President/Director
260 N.W. 107 th Avenue	
Plantation, FL 33322	

ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have any right to acquire shares or other securities of the Corporation except to the extent such right may be granted by an amendment to these Articles of Incorporation or by a resolution of the board of Directors.

ARTICLE VIII AMENDMENT OF BYLAWS

Anything in these Articles of Incorporation, the Bylaws, or the Florida Corporation Act notwithstanding, bylaws shall not be adopted, modified, amended or repealed by the shareholders of the Corporation except upon the affirmative vote of a simple majority vote of the holders of all the issued and outstanding shares of the corporation entitled to vote thereon.

ARTICLE IX SHAREHOLDERS

9.1. Inspection of Books. The board of directors shall make reasonable rules to determine at what times and places and under what conditions the books of the Corporation shall be open to inspection by shareholders or a duly appointed representative of a shareholder.

9.2. Control Share Acquisition. The provisions relating to any control share acquisition as contained in Florida Statutes now, or hereinafter amended, and any successor provision shall not apply to the Corporation.

9.3. Quorum. The holders of shares entitled to one-third of the votes at a meeting of shareholder's shall constitute a quorum.

9.4. Required Vote. Acts of shareholders shall require the approval of holders of 50 01% of the outstanding votes of shareholders

ARTICLE X
LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition, the Corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

ARTICLE XI
SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

Eric P. Littman
1428 Brickell Avenue 8th Floor
Miami, FL 33131

ARTICLE XII
CONTRACTS

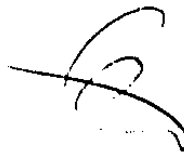
No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

ARTICLE XIII
RESIDENT AGENT

The name and address of the initial resident agent of this corporation is:


Eric P. Littman
1428 Brickell Avenue
8th Floor
Miami, FL 33131

IN WITNESS WHEREOF, I have herunto subscribed to and executed these Articles
of Incorporation this on September 16, 1996

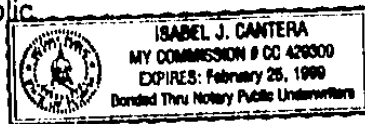


Eric P. Littman, Subscriber

Subscribed and Sworn on September 16, 1996
Before me:


Isabel Cantera, Notary Public

My Commission Expires:



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

SEP 18 2004

TALLAHASSEE, FLORIDA

Having been named to accept service of process for EMPLOYMENT ENGLISH CORP.

at the place designated in the Articles of Incorporation, the undersigned is familiar with
and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Eric P. Littman

P96000077874

NEW YORK
ERIC P. LITTMAN, RA.
1400 BRICKELL AVENUE
EIGHTH FLOOR
MIAMI, FLORIDA 33131

MARK J. BRYN
OF COUNSEL

TEL: (305) 378-3588
FAX: (305) 378-0880

November 4, 1996

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

200001997962--2
-11/06/96--01071--008
*****35.00 *****35.00

Re: Amendment to Articles of Incorporation
Employment English C corp.

Gentlemen:

Enclosed please find and original and one copy Amendments to Articles of Incorporation changing the name of the corporation. Please return a certified copy to our office. Enclosed is a check in the amount of \$35.00 to cover the fees.

If anything further is needed, please do not hesitate to call our office.

Very truly yours,



Eric P. Littman

EPL/ljc

Enclosures

FILED
96 NOV -6 PM12:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

11/13
Joy
Name Change

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
EMPLOYMENT ENGLISH CORP.**

FILED
96 NOV -6 PM 12:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, being the sole director of EMPLOYMENT ENGLISH CORP.,
does hereby amend the Articles of Incorporation of the Company as follows:

ARTICLE I

NAME

The name of this corporation shall be FUTURE SUCCESS SOFTWARE
CORP.

I hereby certify that the following was adopted by a majority vote of the shareholders
and directors of the corporation on October 15, 1996 and that the number of votes cast
was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this
Amendment to Articles of Incorporation this on October 15, 1996.



Debra Chait, President and Sole Director

The foregoing instrument was acknowledged before me on October 15, 1996 by
Debra Chait, who is personally known to me, or who has produced

as identification.

My commission expires:

Notary Public



P96000077874

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Future Success
Software Corp.

100002234264--2
-07/09/97--0112--003
*****96.25 *****96.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL -9 PM 3:21

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Name Reservation _____
____ Merger File _____
✓ ____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
✓ ____ Cert. Copy _____
____ Photo Copy _____
✓ ____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Signature _____

Requested by: _____

Name: _____

Date

Time

Walk-In _____

Will Pick Up _____

NK

SP

7/10/97

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -9 PM 3:21

FUTURE SUCCESS SOFTWARE CORP.

(printed name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE 1 - CORPORATE NAME ~~TO BE DELETED!~~

The NAME OF THE CORPORATION IS FUTURE SUCCESS SOFTWARE CORP.

ARTICLE 1 - CORPORATE NAME ~~TO BE AMENDED!~~

The NAME OF THE CORPORATION IS FOTON SYSTEMS INCORPORATED.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JULY 8, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"

voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 8th of July, 19 97

Signature

Craig L. Hope
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CRAIG L. HOPE
Typed or printed name

DIRECTOR / SECRETARY
Title