

PA 960000077874

LAW OFFICE OF  
ERIC P. LITTMAN, P.A.  
1440 BRICKELL AVENUE  
EIGHTH FLOOR  
MIAMI, FLORIDA 33131

TEL (305) 378-3384  
FAX (305) 378-0880

MARK J. BRYAN  
OF COUNSEL

September 16, 1996  
TALLAHASSEE, FLORIDA

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

500001950475  
-09/18/96--01058--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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2H  
9/19/96

**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 <sup>th</sup> 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**

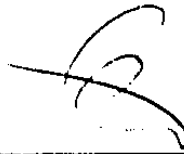
No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, 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 2010 11:41

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

ATTORNEY AT LAW  
ERIC P. LITTMAN, P.A.  
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 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 PM 12:29  
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.

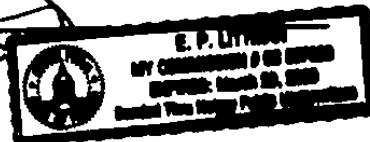
IN WITNESS WHEREOF, I have hereunto subscribed to and executed this  
Amendment to Articles of Incorporation this on October 15, 1996.

  
\_\_\_\_\_  
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.

Notary Public

My commission expires:





# 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.

100002231264--2  
-07/09/97--01112--003  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

- 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 \_\_\_\_\_

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

NK  
SP  
7/10/97

### Signature

Requested by:

Name:

*CBB*

Date

*7.9*

Time

*1:40*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

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.

(Print 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/ADDED!~~

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 3<sup>rd</sup> of July, 1997

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)

CRIG L. HOPE  
Typed or printed name

DIRECTOR / SECRETARY  
Title