



P96000289054

From the Office of  
**Stephen M. Goodman**  
General Counsel

FILED

96 OCT 20 PM 3:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 25, 1998

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

700001988547--7  
-10/29/98--01079--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: VICON INTERNATIONAL PLACEMENTS, INC.

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for filing fee and certificate in the amount of \$70.00.

PLEASE RETURN THE STAMPED COPY OF ARTICLES TO:

STEPHEN M. GOODMAN  
900 N. FEDERAL HWY, STE 460  
BOCA RATON, FL 33432

OK  
10/29/98

## ARTICLES OF INCORPORATION

FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

95 OCT 20 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE I NAME

The name of the corporation shall be:

VICON INTERNATIONAL PLACEMENTS, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

900 N. FEDERAL HWY, STE 460  
BOCA RATON, FL 33432

### ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any time is:

ONE THOUSAND (1000)

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

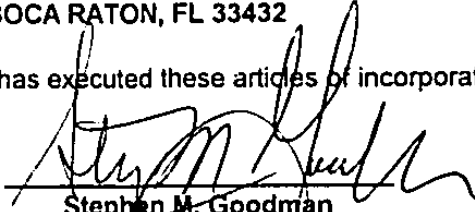
STEPHEN M. GOODMAN  
900 N. FEDERAL HWY, STE 460  
BOCA RATON, FL 33432

### ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

STEPHEN M. GOODMAN  
900 N. FEDERAL HWY, STE 460  
BOCA RATON, FL 33432

The undersigned incorporator has executed these articles of incorporation the 17th day of October, 1996

  
Stephen M. Goodman

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

FILED

OCT 28 PM 3:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Vicon International Placements, Inc

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

Stephen M. Goodman  
(NAME)

900 N. Federal Hwy, Ste 460  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Boca Raton, FL 33432  
(CITY/STATE/ZIP)

*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 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.*

  
(SIGNATURE)

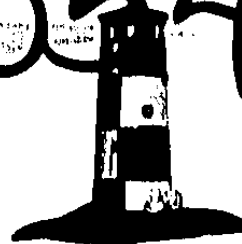
10/25/96  
(DATE)



P96000089054

**VICON INTERNATIONAL  
CONSULTING SERVICES, INC.**

1020 N.W. 6th Street, Bldg. 11 & 1  
Deerfield Beach, Florida 33442



August 19, 1997

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-08/22/97--01058--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

**RE: VICON INTERNATIONAL PLACEMENTS, INC**

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the above referenced corporation and a check for the filing fee in the amount of \$35.00.

**PLEASE RETURN THE STAMPED COPY OF THE AMENDMENT TO:**

**STEPHEN M. GOODMAN  
1020 NW 6TH ST, BLDG H&I  
DEERFIELD BEACH, FL 33442**

**FILED**  
**97 AUG 22 PM 7:34**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

*See 9/2*

*N/C Amend*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
97 AUG 22 AM 7:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VICON INTERNATIONAL PLACEMENTS, INC.  
(present 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 I. NAME: VICON INTERNATIONAL GRAPHICS & DESIGN, INC

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: 8/18/97 .

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):

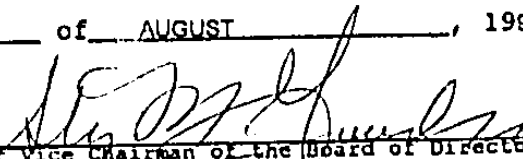
"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

☐ 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 18TH of AUGUST, 1997.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

STEPHEN M. GOODMAN

Typed or printed name

INCORPORATOR

Title