

P.98000008530

TRANSMITTAL LETTER

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JAN 26 AM 8:50

FILED

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

SUBJECT: SOS Technology Group, Inc., a Florida for profit Corporation
(Proposed corporate name - must include suffix)

800002411988--7

-01/26/98--01101--011

***131.25 ***131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Patrick Goux
Name (Printed or typed)

10612 Forest Run Drive
Address

Bradenton, Florida 34202
City, State & Zip

(941) 758-2285
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

mm-2898

FILED
98 JAN 26 AM 8:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**Articles of Incorporation of SOS Technology
Group, Inc., a Florida For Profit Corporation**

The undersigned person, acting as incorporator of a corporation for profit under the Florida Business Corporation Act, as set forth in Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for the corporation:

Article I.

The name of the corporation is SOS Technology Group, Inc.

Article II.

The corporation shall have an unlimited duration beginning from the date of filing of these articles in the office of the Department of State of the State of Florida.

Article III.

The corporation is a for profit corporation. The purposes for which the corporation is organized are lawful and satisfy requirements set forth in Section 607.0301, Florida Statutes.

Article IV.

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

One Thousand (1000) shares of common stock. This class of shares of stock in this corporation shall have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution. These shares of stock are redeemable at the option of the board of directors of the corporation, for cash, indebtedness, or other property. The redemption value shall be the amount per share as determined by an evaluation as to such value performed by an independent person and/or entity having no direct ownership or interest in the corporation as evidence exclusively by name on a stock certificate of the corporation. The board of directors shall alone choose such person and/or entity.

Article V.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by the board of directors. The number of directors of the corporation shall be one (1); provided, however, that this number of directors may be changed by effect of a bylaw duly adopted pursuant to the bylaws of this corporation.

The director named herein as the first board of director shall hold office from the date of incorporation until such date as an election of directors takes place pursuant to the procedure set forth in this corporation's bylaws.

The Director elected at the first annual meeting, and at all subsequent times, shall serve for an unlimited term or until such time as any duly elected successor, if any, shall be elected and meet the applicable qualifications for office. Annual meetings shall be held at 12:30 p.m., on the first Monday in February of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors.

Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

Article VI.

The name and address of the sole Incorporator is:

Patrick W. Goux, residing at 10612 Forest Run Drive, City of Bradenton, County of Manatee, State of Florida 34202.

Article VII.

The principal place of business and mailing address of the corporation is 10612 Forest Run Drive, City of Bradenton, County of Manatee, State of Florida 34202.

Article VIII.

The name and residential address of the person who is to serve as the initial Director is:

Patrick W. Goux, residing at 10612 Forest Run Drive, City of Bradenton, County of Manatee, State of Florida 34202.

Article IX.

Then name of the Registered Agent for SOS Technology Group, Inc. is Patrick W. Goux. The address of the Registered Agent, Patrick W. Goux, is 10612 Forest Run Drive, City of Bradenton, County of Manatee, State of Florida 34202.

I, Patrick W. Goux, hereby accept the designation as Registered Agent of SOS Technology Group, Inc. and further accept all of the obligations and duties attributable thereto under the law.


Patrick W. Goux, Registered Agent

Article X.

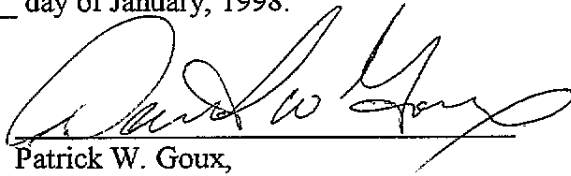
The board of directors shall elect the following officers: President, vice-president and Secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers: Patrick W. Goux, President, vice-president; and Secretary.

Article XI.

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Business Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, by a resolution of the board of directors.

Article XII.

I, the undersigned, being the sole incorporator of this corporation, for the purpose of forming this for profit corporation under the Laws of Florida, have executed these Articles of Incorporation on this 9th day of January, 1998.

A handwritten signature in cursive script, appearing to read "Patrick W. Goux", written over a horizontal line.

Patrick W. Goux,
President, Vice-president, Secretary of
SOS Technology Group, Inc.