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TRANSMITTAL LETTER

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

100002478451--3  
-04/03/98--01066--010  
\*\*\*\*\*79.00 \*\*\*\*\*79.00

SUBJECT: PRODIA GROUP, INC.  
(Proposed corporate name - must include suffix)

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: Steve Chung  
Name (Printed or typed)

3006 White Ash Lane  
Address

Orlando, FL 32711  
City, State & Zip

(407) 275-6062  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR -3 PM 1:07

FILED

Steve Chung GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ADD R.A. acceptance  
DATE 4/18/98  
DOC. EXAM nc

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

nc 4/18/98

**ARTICLES OF INCORPORATION**

FILED  
98 APR -3 PM 1: 07

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PRONOIA GROUP, INC.**

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

**ARTICLE 1 – NAME**

The name of the Corporation is **PRONOIA GROUP, INC.**

**ARTICLE 2 – PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3 – PRINCIPAL OFFICE**

The address of the principal office of this corporation is 11923 Pasteur Dr, Orlando, FL 32826 and the mailing address is the same.

**ARTICLE 4 – INCORPORATOR**

The name and street address of the incorporator of this corporation is:

Steve Chung  
3006 White Ash Lane  
Orlando, FL 32826

**ARTICLE 5 – PRESIDENT**

The initial President of the corporation shall be Steve Chung whose address shall be the same as the Incorporator of the corporation.

**ARTICLE 6 – CORPORATE CAPITALIZATION**

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **One Thousand (1,000)** shares of common stock, each share having no par value.

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## **ARTICLE 7 – POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE 8 – TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## **ARTICLE 9 – TITLE**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## **ARTICLE 10 – REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent of this Corporation is Steve Chung, 3006 White Ash Lane, Orlando, FL 32826.

## **ARTICLE 11 – BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment, or repeal of the Bylaws.

## **ARTICLE 12 – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

## **ARTICLE 13 – AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of

Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 31 day of March, 1998.

  
Steve Chung, Incorporator

  
Steve Chung, Registered Agent

I hereby am familiar with and accept the duties and responsibilities of the Registered Agent.

**FILED**  
**98 APR -3 PM 1:07**  
**SECRETARY OF STATE**  
**FALLAHASSEE, FLORIDA**